THE SUPERIOR SPIDER-MAN

"This may not be the Spider-Man you grew up with — but, man oh man, there's just no telling what Slott is going to do next."

– ComicVine

THE SUPERIOR SPIDER-MAN

OMNIBUS VOL. 1

THE SUPERIOR SPIDER-MAN

OMNIBUS VOL. 1

AMAZING
Spider-Man #698

WRITER **DAN SLOTT**
ARTIST **RICHARD ELSON**
COLOR ARTIST **ANTONIO FABELA**
COVER ART **PAOLO RIVERA**

AMAZING
Spider-Man #699-700

WRITER **DAN SLOTT**
PENCILER **HUMBERTO RAMOS**
INKER **VICTOR OLAZABA**
COLOR ARTIST **EDGAR DELGADO**
COVER ART **PAOLO RIVERA** (#699);
MR GARCIN (#700)

MARVEL BULLPEN ASSIST BY **IRENE Y. LEE, MANNY MEDEROS & IDETTE WINECOOR**

SPECIAL THANKS TO **SANA AMANAT, TOM BRENNAN, JEANINE SCHAEFER, CORY SEDLMEIER & JEFF YOUNGQUIST**

#700: “Spider-Dreams

WRITER **J.M. DeMATTEIS**
PENCILER **GIUSEPPE CAMUNCOLI**
INKER **SAL BUSCEMA**
COLOR ARTIST **ANTONIO FABELA**

#700: “Date Night”

WRITER **JEN VAN METER**
ARTIST **STEPHANIE BUSCEMA**

SUPERIOR
Spider-Man
#1-3, #9-10 & #17-19

WRITER **DAN SLOTT**
PENCILER **RYAN STEGMAN**
INKERS **RYAN STEGMAN** (#1-3 & #9-10) &
LIVESAY (#17-19) WITH
CAM SMITH (#10)
COLOR ARTIST **EDGAR DELGADO**
COVER ART **RYAN STEGMAN** &
EDGAR DELGADO (#1-3); **MARCOS MARTIN** (#9-10);
RYAN STEGMAN &
JASON HOWARD (#17-19)

SUPERIOR
Spider-Man
#6-8, #14-16 & #22-25

WRITERS **DAN SLOTT** WITH
CHRISTOS GAGE (#22-25)
PENCILER **HUMBERTO RAMOS**
INKER **VICTOR OLAZABA**
COLOR ARTISTS **EDGAR DELGADO** WITH
ANTONIO FABELA &
VERONICA GANDINI (#24-25)
COVER ART **RYAN STEGMAN** &
JASON HOWARD

SUPERIOR
Spider-Man #26

WRITER **DAN SLOTT**
PENCILERS **HUMBERTO RAMOS** WITH
JAVIER RODRÍGUEZ &
MARCOS MARTIN
INKERS **VICTOR OLAZABA** WITH
ÁLVARO LÓPEZ & **MARCOS MARTIN**
COLOR ARTISTS **EDGAR DELGADO** WITH
JAVIER RODRÍGUEZ &
MARCOS MARTIN
COVER ART **RYAN STEGMAN** &
JASON HOWARD

SUPERIOR
Spider-Man
#4-5, #20-21 & #27-28

WRITER **DAN SLOTT**
PENCILER **GIUSEPPE CAMUNCOLI**
INKERS **JOHN DELL** WITH
GIUSEPPE CAMUNCOLI (#5)
COLOR ARTISTS **EDGAR DELGADO** (#4-5) & **ANTONIO FABELA**
(#5, #20-21 & #27-28)
COVER ART **GIUSEPPE CAMUNCOLI** &
JOHN DELL WITH
EDGAR DELGADO (#4),
JIM CHARALAMPIDIS (#5), **ANTONIO FABELA** (#20-21) & **LAURA MARTIN**
(#27-28)

SUPERIOR
Spider-Man
#11-13 & #29-31

PLOTTER **DAN SLOTT**
SCRIPTER **CHRISTOS GAGE**
PENCILER **GIUSEPPE CAMUNCOLI**
INKERS **JOHN DELL** WITH
TERRY PALLOT (#12-13 & #30-31)
COLOR ARTISTS **EDGAR DELGADO** (#11) & **ANTONIO FABELA**
(#12-13 & #29-31)
COVER ART **GIUSEPPE CAMUNCOLI** &
EDGAR DELGADO WITH
JOHN DELL (#29-31)

#31: “Actions Have Consequences”

WRITER **CHRISTOS GAGE**
ARTIST **WILL SLINEY**
COLOR ARTIST **EDGAR DELGADO**

SUPERIOR
Spider-Man Annual #1-2

WRITER **CHRISTOS GAGE**
PENCILER & COLOR ARTIST **JAVIER RODRÍGUEZ**
INKER **ÁLVARO LÓPEZ**
COVER ART **J.G. JONES** & **LAURA MARTIN** (#1);
MIKE DEL MUNDO (#2)

Annual #2: “Chasing Ghosts”

WRITER **CHRISTOS GAGE**
ARTIST **PHILIPPE BRIONES**
COLOR ARTIST **VERONICA GANDINI**

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CHRIS ELIOPOULOS
(AMAZING SPIDER-MAN #698-700,
SUPERIOR SPIDER-MAN #1-31 & ANNUAL #1);
VC's CLAYTON COWLES
(SUPERIOR SPIDER-MAN ANNUAL #2)

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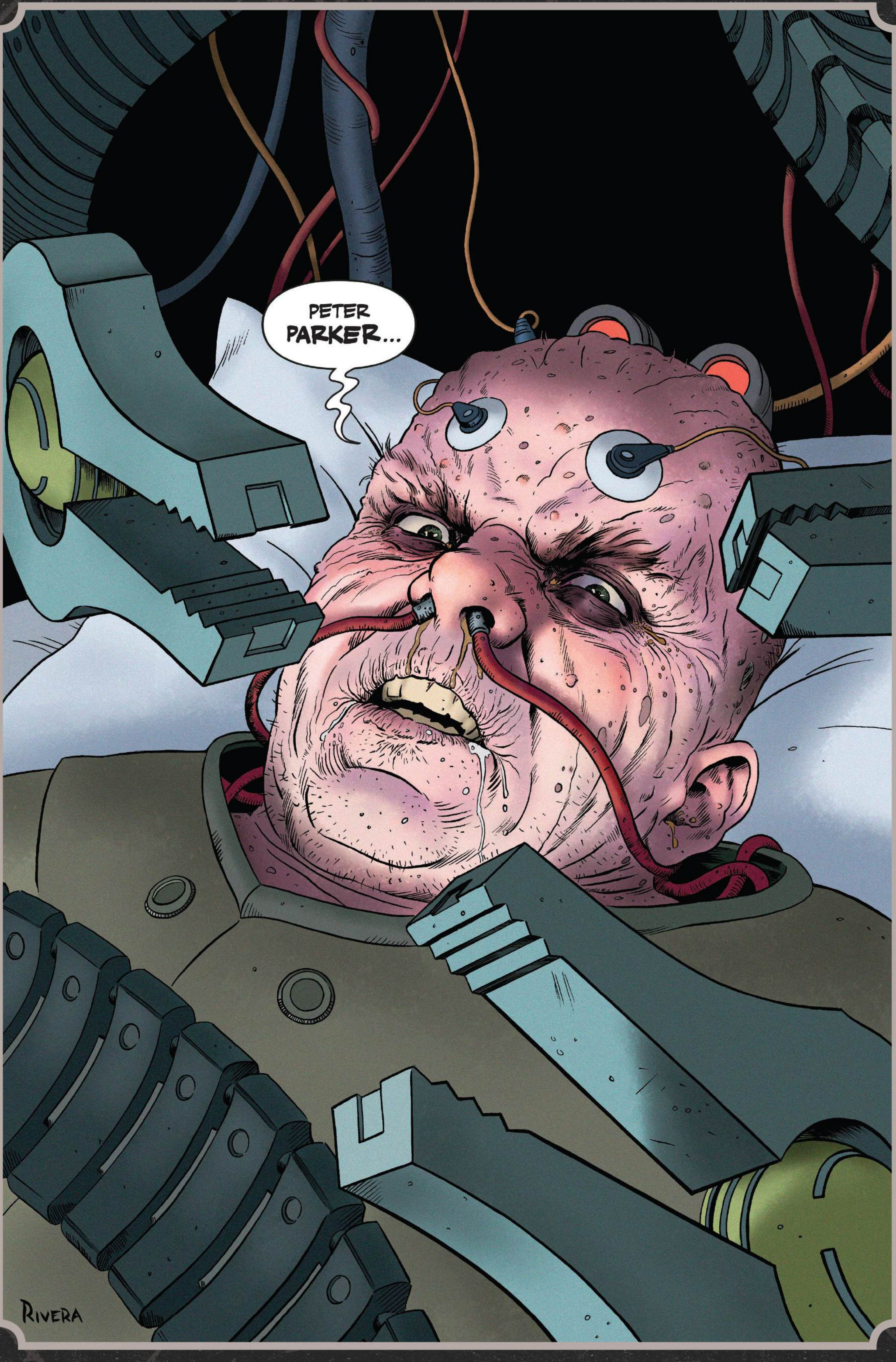
PETER PARKER...
RIVERA

AMAZING *Spider-Man #698* "DYING WISH PRELUDE: DAY IN THE LIFE"

FINAL ☆☆☆☆

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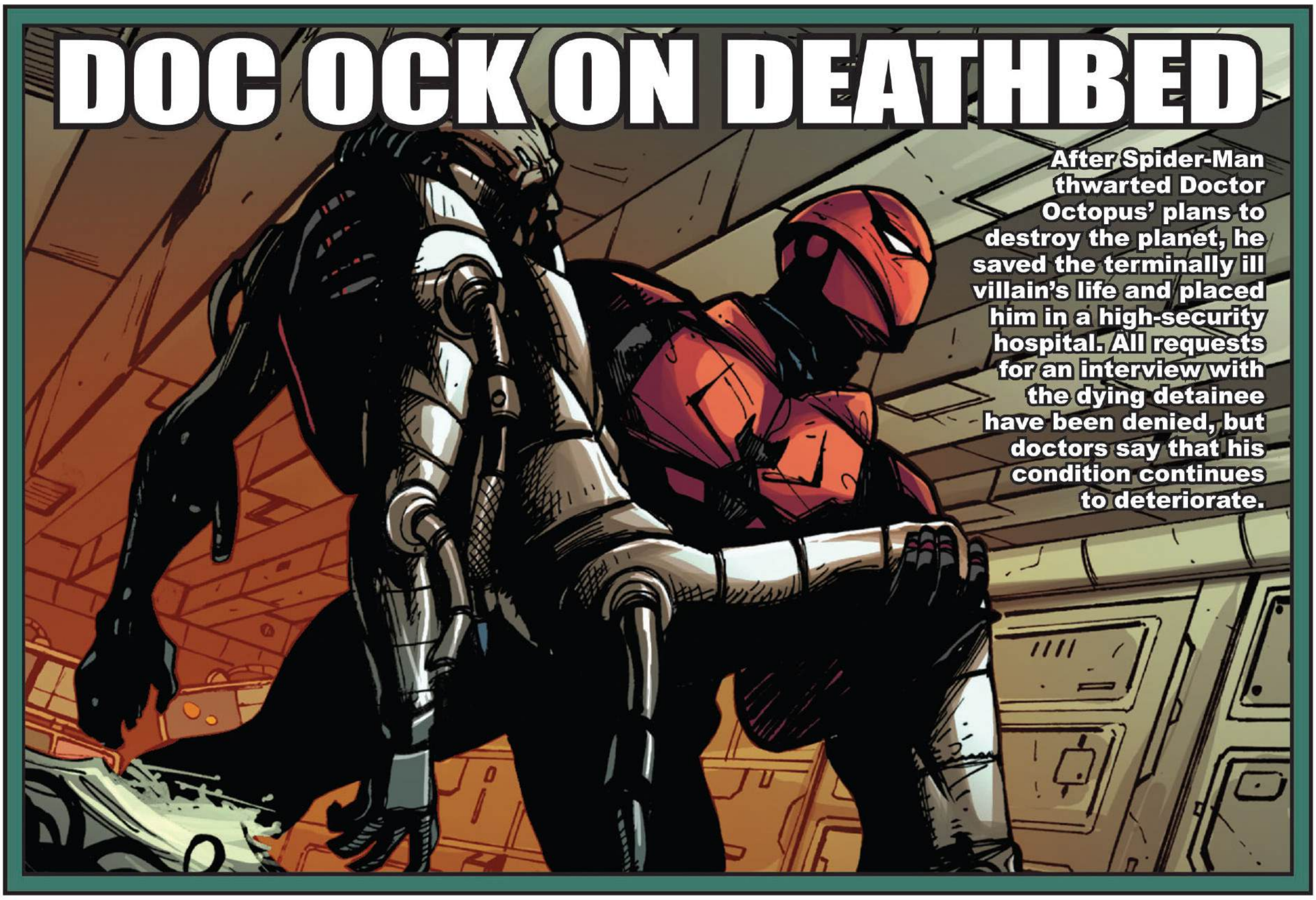
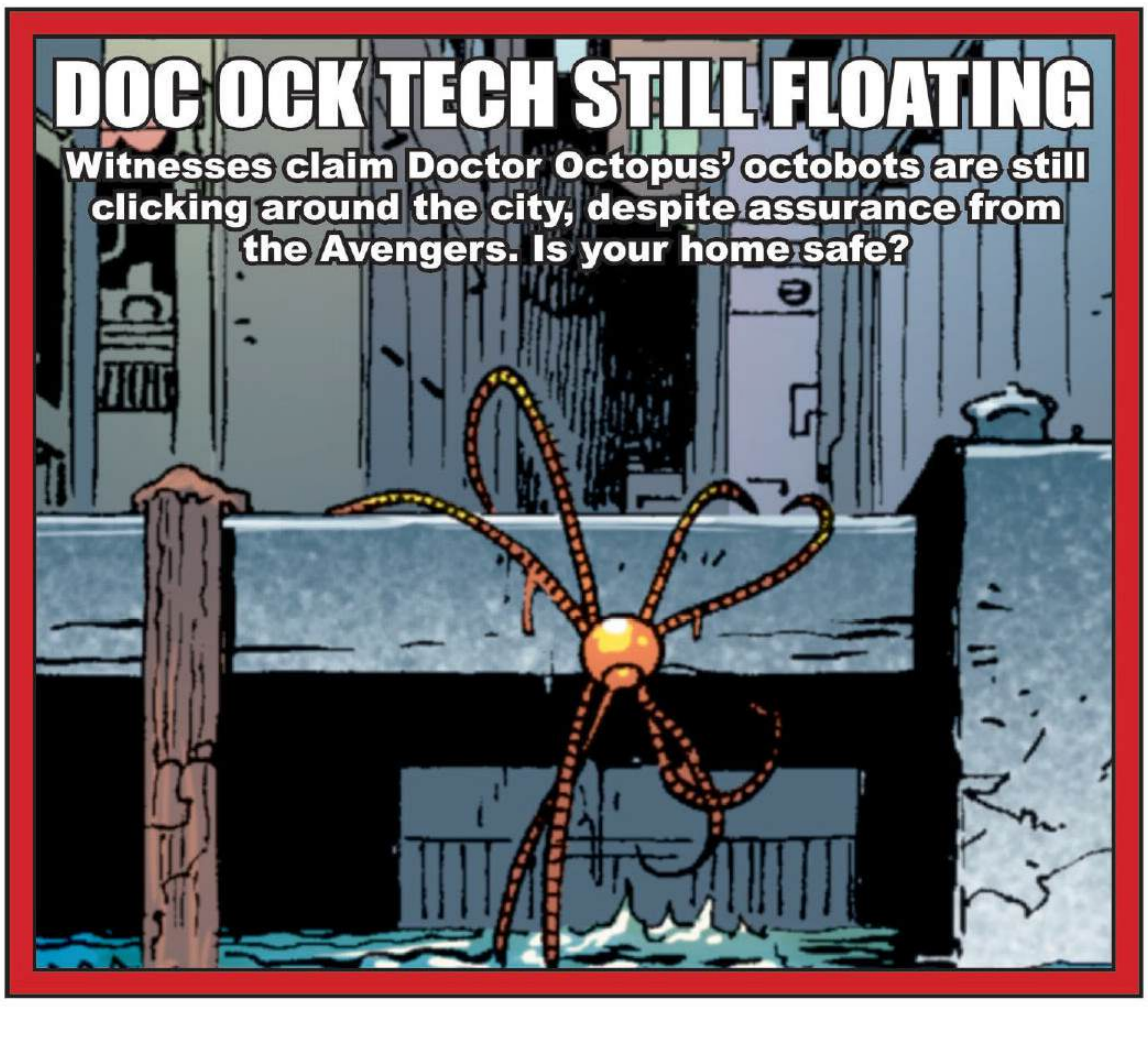
INSIDE: CAPTAIN MARVEL IN DEEP WATER; VENOM CLEANS UP CARNAGE; HAWKEYE'S DIRTY LAUNDRY ON TAPE



DOC OCK ON DEATHBED

After Spider-Man thwarted Doctor Octopus' plans to destroy the planet, he saved the terminally ill villain's life and placed him in a high-security hospital. All requests for an interview with the dying detainee have been denied, but doctors say that his condition continues to deteriorate.



DOC OCK TECH STILL FLOATING

Witnesses claim Doctor Octopus' octobots are still clicking around the city, despite assurance from the Avengers. Is your home safe?

Style Section

MJ'S CLUB GETS FIVE STARS

Mary Jane Watson now owns the hottest singles' club in New York—so why is the fiery redhead still single herself?

The Raft.
MAXIMUM SECURITY PRISON FOR SUPERHUMAN INMATES.
ZEEZEEZEEZEEZEEZEEZEEZEEZEEZEEZEEZEE
ALL HANDS TO CELL BLOCK 6.
LEVEL ONE EMERGENCY.
THIS IS NOT A DRILL.
ZEEZEEZEEZEEZEEZEEZEEZEEZEEZEEZEEZEE
SPIDER-SLAYER IS SECURE.
MORBIUS IS SECURE.
LIZARD IS SECURE.
DAMN. THAT MEANS IT'S--

--DOCTOR OCTOPUS!
KLIK
KLIK
KLIK
KLIK
KLIK
KLIK
WHO SOUNDED THE ALARM?
I DID. HE...UM... HE...
WHAT?! WHAT'D HE DO?
HE HASN'T SHOWN *ANY* ACTIVITY IN ***WEEKS.*** WE THINK HE ONLY HAS A FEW *HOURS* LEFT AND--
--NOW, OUT OF NOWHERE, HE--
--HE STARTED *SAYING* SOMETHING.

EYAH AHYEH...
THAT'S IT? THE MAN'S ON HIS *DEATHBED*...
...AND WE'RE ALL ***WEAPONS READY*** BECAUSE HE'S *MUMBLING?*
THAT'S *DOCTOR OCTOPUS.* HE ONCE TOOK OVER EVERY MACHINE IN THE CITY WITH HIS ***MIND.***
AND A MONTH AGO HE ALMOST FRIED THE ENTIRE PLANET.
SO ***YEAH.*** WE ***ARE.***
GETTING CLOSE ***IS NOT*** A GOOD IDEA, SIR!
THIS HERE? IT'S THE PART OF THE MOVIE WHERE THAT GUY POPS UP AND EATS YOUR FACE.
QUIET!
I'M TRYING TO HEAR WHAT HE'S SAYING.
EDAH ACKEH...
PUH-- PUH--

PETER PARKER.
PETER PARKER.

MY NAME IS PETER PARKER. I'M THE AMAZING SPIDER-MAN.
AND TODAY? I CAN JUST TELL...
...TODAY IS GOING TO BE THE BEST DAY EVER!
MARVEL COMICS PRESENTS... THE START OF THE MOST SPECTACULAR SPIDER-EPIC EVER!
DYING WISH
PRELUDE: DAY IN THE LIFE

WITH ALL I'VE BEEN THROUGH RECENTLY, I *DESERVE* THIS.
I MEAN, WHAT'S THE POINT OF BEING SPIDER-MAN IF YOU CAN'T ENJOY IT?
WEB-SWINGING, WALL-CRAWLING...
...ALL OF NEW YORK, YOUR OWN PERSONAL PLAYGROUND.
WHAT COULD POSSIBLY--
SPIDER-MAN! HELP!
HM. THAT DIDN'T LAST LONG.

WHAT NOW?
MY FAMILY'S STORE! IT'S BEING ROBBED, BY...WELL...
...A SUPER VILLAIN.
STAY WHERE YOU ARE! OR I, **DESTRUCTOR,** WILL FRY YOU WHERE YOU STAND!
MY GOD. WHO **TALKS** LIKE THAT?
CAN YOU STOP 'IM?
LET'S.
FIND.
OUT.
SPIDER-MAN?
REALLY?! I LEAP IN AND YOU SAY "SPIDER-MAN"?
ENOUGH WITH THE CLICHÉS!
KTAM
"THERE'S A REASON HE WAS SPEAKING THAT WAY..."

...HE'S A "BLUFFER."
A "BLUFFER"?
HE DOESN'T HAVE ANY POWERS. JUST A HOMEMADE SUIT AND TWO DOLLAR SPARKLERS IN HIS GLOVES.
GOT EXACTLY WHAT HE DESERVED!
YOU SEE THAT? ONE PUNCH!
AH! I THINK IT'S MY CLAVICLE--
SHUT UP.
N.Y
BULANCE
WITH HARSHER SENTENCES FOR HOLDING UP PLACES WITH TOY GUNS...
...CROOKS GET AROUND IT BY PRETENDING TO BE SUPER VILLAINS.
UNBELIEVABLE.
NOBODY'S BLAMING YOU, SPIDEY.
BLAMING ME FOR WHAT?
FOR HITTING 'IM LIKE YOU WERE TAKING ON THE HULK...
...BUT I STILL NEED YOU TO COME DOWN TO THE STATION AND FILL OUT SOME--
NO. I DON'T THINK SO.
WAIT! WHY?
BECAUSE I HAVE A LIFE!

THE NERVE OF SOME PEOPLE. I PROVIDED A FREE PUBLIC SERVICE AND--
AND I SHOULD PROBABLY STOP COMPLAINING. FOR ONCE, THINGS ARE GOING *EXTREMELY* WELL.
I'VE GOT A HIGH-END APARTMENT IN THE NICE PART OF TOWN...
...THESE BOYISH GOOD LOOKS AND--
WAIT.
WHERE'D I GET *THAT* FROM?
OH, RIGHT. RAZORBAT TO THE FACE...
...DURING THE HOBGOBLIN FIGHT.
BEEN A WHILE, HASN'T IT, BUG?
THOUGH I SUPPOSE I HEAL UP FASTER THAN MOST.
SEE LAST ISSUE. -STEVE.

AND IF I RUN INTO ANYONE, I'LL JUST TELL THEM I HAD A FALL.
HM. WHO'D BE CALLING?
4 MESSAGES
4
FRIENDLY REMINDER, YOUR SUBSCRIPTION TO THE DAILY BUGLE IS ALMOST UP.
CALL BACK OR CHECK US OUT ON DAILY BUGLE DOT COM--
NEXT.
MESSAGE TWO. HEY, PETE. IT'S MJ.
YOU STILL COMING OVER TO THE CLUB TONIGHT?
MARY JANE WATSON...
PETER PARKER, I'D LIKE YOU TO MEET MY NIECE--
YOU MEAN... THAT'S MARY JANE?!
FACE IT, TIGER...
YOU JUST HIT THE JACKPOT.
HMM.
SO MUCH HISTORY BETWEEN THE TWO OF US. AND...
...WHY AREN'T WE STILL TOGETHER? I REALLY SHOULD RECTIFY THAT. IMMEDIATELY.
MESSAGE THREE.
THIS IS JAY, PETER. REMINDING YOU THAT YOU PROMISED TO VISIT YOUR AUNT IN THE HOSPITAL TODAY--
OH.
THAT DEAR, SWEET WOMAN. I REALLY SHOULD--
MESSAGE FOUR.
MR. PARKER, THIS IS MAX MODELL OVER AT HORIZON...
...CONFIRMING THAT YOU'RE COMING IN FOR YOUR EVALUATION TODAY.
AH. WORK.

IT'S STILL HARD TO BELIEVE I'M ON THE RESEARCH AND DEVELOPMENT TEAM FOR *HORIZON LABS.*
FOR A POOR BOY FROM QUEENS WHO ALWAYS WANTED TO BE A SCIENTIST...
...THIS IS DEFINITELY A DREAM JOB.
PETER, I KNOW THE TWO OF US HAVE BEEN THROUGH A LOT RECENTLY...
...BUT THE END OF THE QUARTER IS COMING UP. AND I HAVE TO ASK...
...WILL YOU HAVE A NEW *INVENTION* TO SHOW ME?
MAX, PLEASE. LET'S KEEP THINGS IN PERSPECTIVE.
MY NOISE REDUCTION HEADPHONES, NEW MOTORCYCLE HELMET DESIGN, THE MEDICAL TRANSPORT BOX...
...THEY'VE MADE HORIZON *MILLIONS.* AND YOU KNOW WHAT?
THOSE WERE MERE TRIFLES.
I HAVE IDEAS THAT WILL PUT THOSE TO SHAME.
WELL, MR. PARKER, I'LL SAY THIS...
...YOU'VE CERTAINLY SET THE BAR PRETTY HIGH THIS TIME.
JUST WAIT, MAX. YOU'LL SEE.

COMING UP WITH NEW TECHNOLOGICAL MARVELS? FOR *ME*, THAT'S CHILD'S PLAY.
BUT *FIRST*, I'M RUNNING LOW ON WEB-FLUID...
THIS FORMULA IS SO BEAUTIFUL IN ITS SIMPLICITY, SO REVOLUTIONARY FOR ITS TIME...
HORIZON
PARKER
...AND TO THINK I CAME UP WITH IT WHEN I WAS A SOPHOMORE IN HIGH SCHOOL.
AMAZING.
AND EQUALLY *INFURIATING*. WHAT *OTHER* SCIENTIFIC BREAKTHROUGHS DID I MAKE...
...UNTIL I CAME HERE?
ALL THOSE YEARS IN THE INTERIM--WASTED.
WELL, NO MORE. I REFUSE TO LOSE A SINGLE MOMENT TO STAGNATION.
IT'S TIME I STARTED LIVING UP TO MY *FULL* POTENTIAL.
AS A MAN OF *SCIENCE* AND--WELL--AS A *MAN*.

AND I KNOW JUST WHERE TO START.
MJ's
MR. P! LOOK AT YOU. IN A SUIT AND TIE.
WHAT'S THE SPECIAL OCCASION?
LIFE, MJ.
THAT IS THE SPECIAL OCCASION. AND I'M DONE LETTING IT PASS US BY.
AREN'T YOU TIRED OF ALL THESE SMALL STEPS WE'VE BEEN TAKING?
WE'RE SUPPOSED TO BE TOGETHER, MARY JANE. I KNOW IT AND YOU KNOW IT.
SO LET'S DO SOMETHING ABOUT IT. LET'S GO SOMEWHERE. JUST THE TWO OF US.
YOU'RE SERIOUS? THIS'S REALLY HAPPENING? RIGHT NOW? WE--
WAIT. I PROMISED AUNT MAY AND JAY THAT WE'D--
--I'D GO AND VISIT THEM IN THE HOSPITAL. YOU'RE COMING TOO, RIGHT? WE COULD GO TOGETHER.
... SURE.
GOOD. ONE SEC. I'LL GET MY COAT.
BAR
FINE.
I'LL BE RIGHT WITH YOU.
LADIES.

EXCELLENT, MAY.
I KNOW IT FEELS COUNTER-INTUITIVE, BUT THE CANE STAYS ON THE SIDE WITH YOUR GOOD LEG.
I DON'T KNOW, SHA SHAN...
YOU'RE DOING FINE, DEAR.
HER FIRST STEPS SINCE THE ACCIDENT. I'M GLAD YOU TWO COULD BE HERE FOR THIS.
OF COURSE, JAY.
ABOUT THAT TALK?
NOT NOW, PETER. WE'RE HERE FOR YOUR AUNT, REMEMBER?
I KNOW. IT'S JUST THAT--
MY AVENGERS I.D. CARD?
BZZZT
THEY NEED ME. AT THE RAFT?
THE SUPER VILLAIN PRISON?
YES.
AVENGERS
JAY, I HAVE TO GO. THERE'S AN EMERGENCY AT WORK. I'M NEEDED RIGHT AWAY.
ARE YOU *KIDDING* ME?!
YOUR FAMILY NEEDS YOU *HERE*. WHAT COULD BE MORE IMPORTANT THAN THAT?
DARLING, PLEASE.
NOW HOLD ON--
I'D NORMALLY AGREE WITH YOU, JAY, BUT...
...PETER'S THING AT WORK IS AT A CRUCIAL STAGE. HE'S BEEN TALKING ABOUT IT FOR AGES.

GO. I'LL COVER. BE SAFE, OKAY?
SURE.
I'M PROUD OF YOU.
I DON'T BELIEVE THIS. HE'S ACTUALLY GOING!
OH SHUSH, DEAR.
MY LEG GETTING BETTER IS ONE THING. BUT *THIS?* DID YOU *SEE* THE TWO OF THEM?
I MIGHT FINALLY GET SOME *GRANDCHILDREN* AFTER ALL.
PHYSIC
RAPY
A PRIORITY CALL FROM *THE AVENGERS.*
I KNOW THE *PUBLIC-AT-LARGE* HAS GOTTEN USED TO THE IDEA OF SPIDER-MAN BEING ONE OF *"EARTH'S MIGHTIEST HEROES"*...
...BUT *I* NEVER WILL.
I'VE ALWAYS BEEN MORE OF A LONER THAN A TEAM-PLAYER.
YET HERE I AM.
ME, OF ALL PEOPLE, OFFICIALLY ON THE WORLD'S MOST RENOWNED SUPER HERO TEAM.
I NEED YOU TO TAKE ME OVER TO THE RAFT.
I'M AN AVENGER.
STILL SOUNDS WRONG.

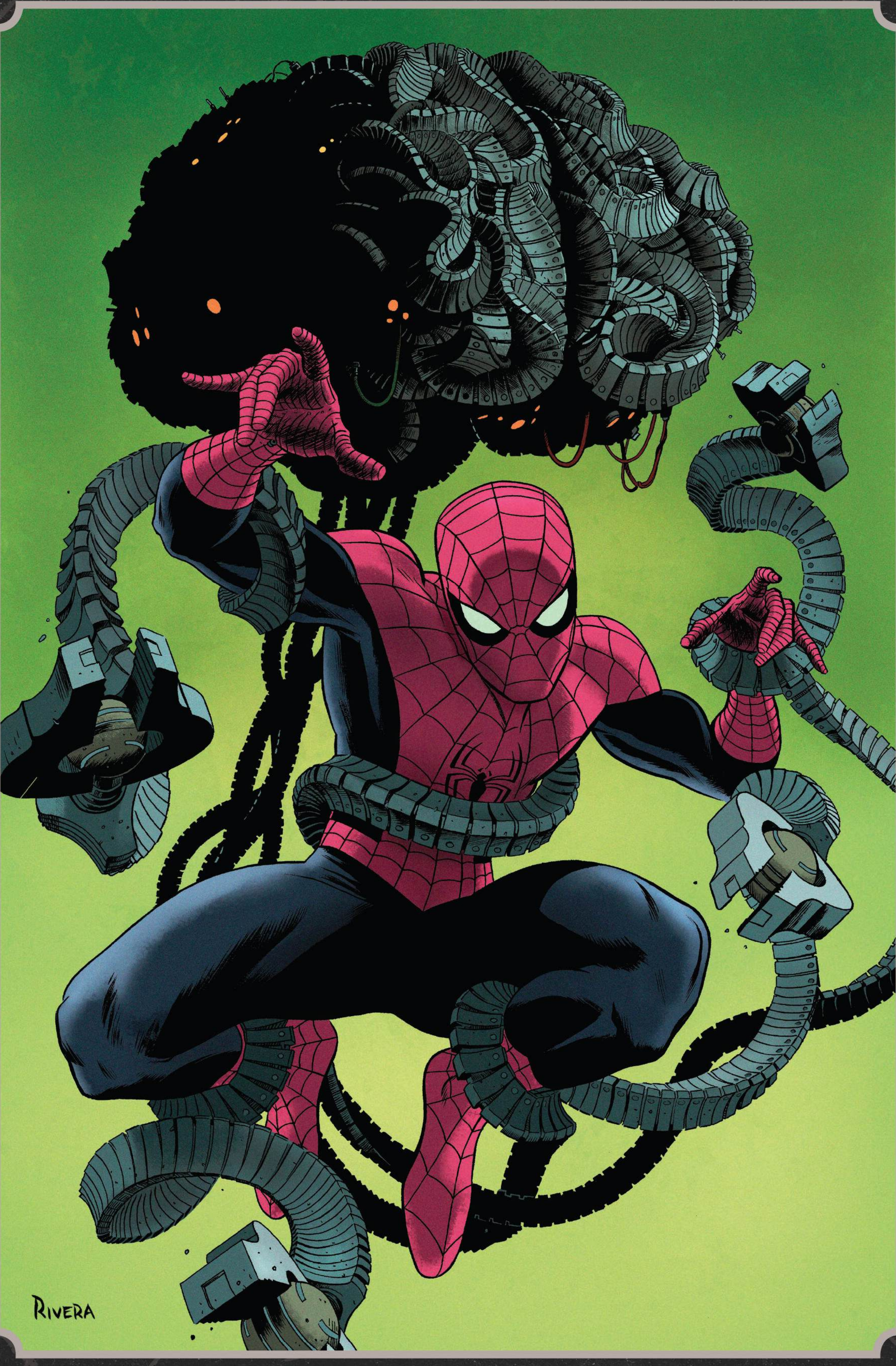
SO? WHAT'S GOING ON? ANOTHER BREAKOUT?
NO. WE THOUGHT YOU SHOULD KNOW. ONE OF YOUR OLD ENEMIES...
...HE'S DYING. IT WON'T BE LONG NOW.
IT'S DOC OCK, ISN'T IT?
YES. AND HE'S ASKING FOR *YOU*.
I UNDERSTAND.
NO. YOU DON'T. HE'S ASKING FOR *PETER PARKER*.
TAKE ME TO HIM.

CAP? ISN'T THIS GOING TO LOOK... SUSPICIOUS?
NO. THIS IS JUST SPIDER-MAN PAYING HIS RESPECTS TO AN OLD FOE. NOTHING MORE, NOTHING LESS.
HEY, KID. HE STARTS MESSIN' WITH YOUR HEAD...
...NO ONE'LL CARE IF HE POPS OFF AHEAD OF SCHEDULE. YA GOT THAT?
NICE. SAY IT A LITTLE LOUDER WHY DON'T YOU?
AVENGERS ON DECK.
YOU MIND? I'D LIKE TO DO THIS IN PRIVATE.
NO CAMERAS. JUST THE TWO OF US.
OF COURSE.
BEEP BEEP BEEP BEEP BEEP BEEP BEEP BEEP BEEP BEEP BEEP BEEP BEEP
ALL RIGHT. WE'RE ALONE. THIS WHAT YOU WANTED?
YOU HAD SOMETHING YOU WANTED TO SAY TO ME?
HUHHH...
P-P-P-
P-PETER PARKER...

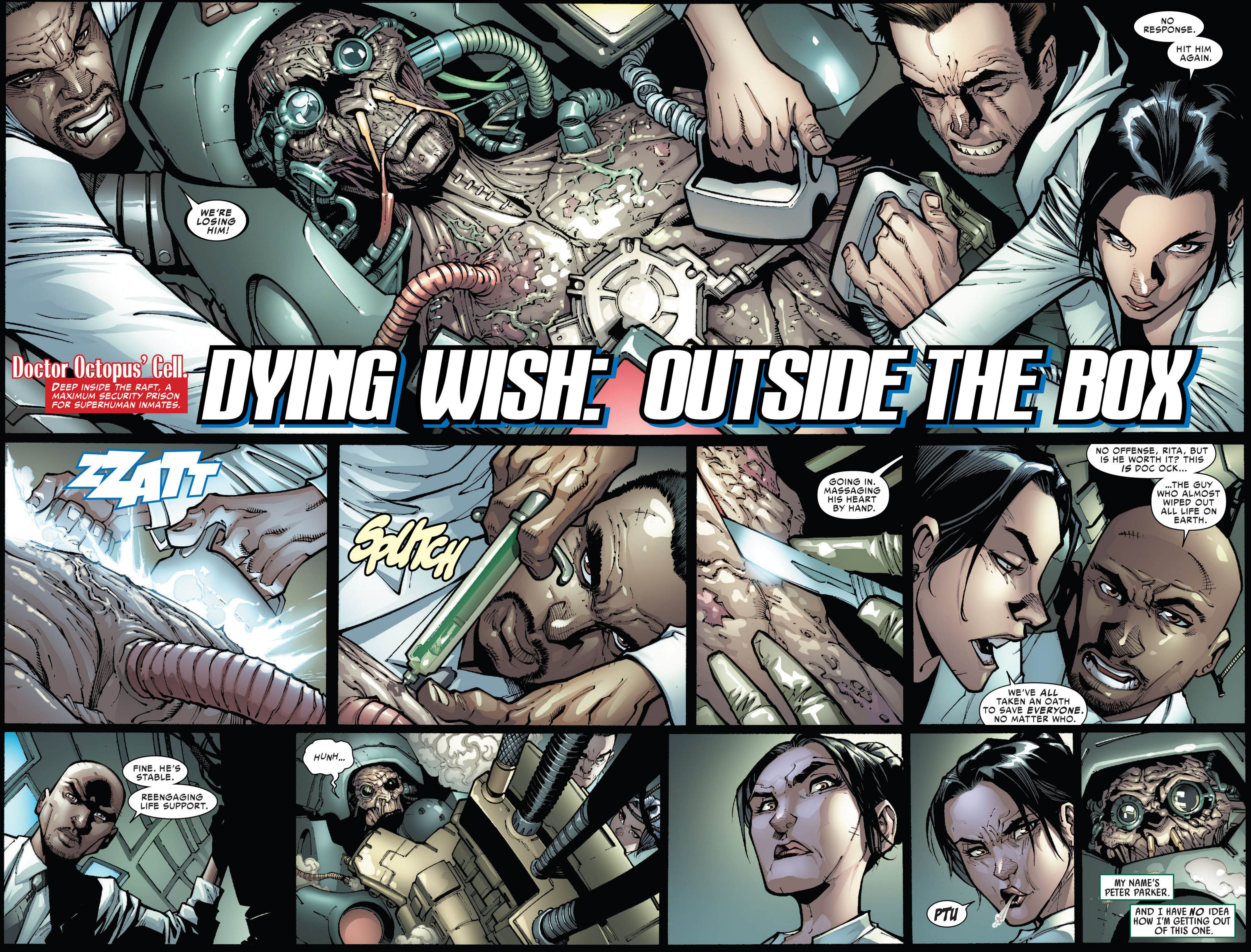
YES. I'M PETER PARKER.
NO...
I'M PETER PARKER.
NOT ANYMORE, *SPIDER-MAN.* FROM NOW ON *I* AM PETER PARKER.
I HAVE ALL OF YOUR MEMORIES. I KNOW EVERYTHING YOU KNEW. I HAVE *YOUR LIFE* AND EVERYTHING THAT COMES WITH IT.
AND *YOU* ARE NOW OTTO OCTAVIUS. WITH WHAT LITTLE TIME *YOU* HAVE LEFT...
...*TRAPPED* IN THAT BROKEN BODY-- BROUGHT ABOUT BY YEARS OF *YOUR* BRUTAL BEATINGS.
AND LIKE A GOOD MAGICIAN, I SHALL *NOT* REVEAL MY SECRETS. YOU WILL DIE, *NEVER* KNOWING HOW I PERFORMED MY LAST AND GREATEST TRICK.
BEEEEEEEEEEE--
00:00
HKK--

MEDIC!
WHAT'S GOING ON? IS HE--?
HE'S CRASHING!
I BELIEVE IT'S HIS HEART.
LOOK AT THOSE READINGS. OPEN UP THE LIFE SUPPORT RIG.
READY THE PADDLES.
DOCTORS. I'LL LEAVE YOU TO YOUR WORK.
CLEAR!
MAN, WEBS, WHAT HAPPENED IN THERE?
WAIT. DID YA DO IT? DID YOU *SNUFF* THE OLD BASTARD?
I JUST SAID MY GOODBYES.
APPARENTLY, OTTO DIDN'T TAKE IT ALL THAT WELL.
SPIDEY? YOU GOING TO BE ALL RIGHT?
HONESTLY? I'M NOT GOING TO SPARE IT A SECOND'S THOUGHT.

I'VE GOT BETTER THINGS TO DO WITH THE REST OF MY LIFE.



AMAZING *Spider-Man #699* "DYING WISH: OUTSIDE THE BOX"


WE'RE LOSING HIM!
NO RESPONSE.
HIT HIM AGAIN.
Doctor Octopus' Cell.
DEEP INSIDE THE RAFT, A MAXIMUM SECURITY PRISON FOR SUPERHUMAN INMATES.
DYING WISH: OUTSIDE THE BOX
ZZATT
SPLUTCH
GOING IN. MASSAGING HIS HEART BY HAND.
NO OFFENSE, RITA, BUT IS HE WORTH IT? THIS IS DOC OCK...
...THE GUY WHO ALMOST WIPED OUT ALL LIFE ON EARTH.
WE'VE ALL TAKEN AN OATH TO SAVE EVERYONE. NO MATTER WHO.
FINE. HE'S STABLE.
REENGAGING LIFE SUPPORT.
HUNH...
PTU
MY NAME'S PETER PARKER.
AND I HAVE NO IDEA HOW I'M GETTING OUT OF THIS ONE.

TRAPPED IN THE *DYING* BODY OF MY WORST ENEMY.
IN AN IRON LUNG.
IN A CELL.
WE'RE DONE HERE.
IN A PRISON.
ON AN ISLAND.
UNDERGROUND.
THINK IT'LL HOLD?
DOES IT MATTER? HE'S GOT HOURS LEFT. TOPS.
UNDERWATER.
UNDER GUARD.
OH. AND SURROUNDED ON ALL SIDES BY SUPER VILLAINS.
BUT HOW...?

HOW DID YOU *DO* THIS TO ME, OTTO?
HOW IN THE HELL DID YOU PULL THIS OFF?!
FROM NOW ON I AM PETER PARKER.
I HAVE ALL OF YOUR MEMORIES. I KNOW EVERYTHING YOU KNEW.
I HAVE *YOUR LIFE* AND EVERYTHING THAT COMES WITH IT.
AND *YOU* ARE NOW OTTO OCTAVIUS. WITH WHAT LITTLE TIME *YOU* HAVE LEFT...
...*TRAPPED* IN THAT BROKEN BODY--BROUGHT ABOUT BY YEARS OF *YOUR* BRUTAL BEATINGS.
AND LIKE A GOOD MAGICIAN, I SHALL *NOT* REVEAL MY SECRETS.
YOU WILL DIE, *NEVER* KNOWING HOW I PERFORMED MY LAST AND *GREATEST TRICK.*
OH, GOD, THIS IS *BAD.*
SO MUCH WORSE THAN JUST DYING.
HE'S *OUT THERE.* WITH *MY* FACE! *MY* KNOWLEDGE! *MY* POWERS!

WHO KNOWS WHAT HE'S UP TO--
WHAT CRIMES HE'S COMMITTING IN *MY* NAME!
I'VE WORKED SO HARD TO EARN EVERYONE'S TRUST...
...TO BE A *HERO!* TO BECOME AN *AVENGER!* OH, NO...
itibank
POLIC
HE KNOWS ALL THEIR SECURITY CODES! AND THEY'D NEVER SUSPECT--
HE COULD GO RIGHT UP TO ANY OF THEM AND--
SNAP
FORGET SPIDER-MAN, AS *PETER PARKER* WHAT COULD HE DO TO MY *FRIENDS...?*
PETER? WHAT ARE YOU DOING--?
ANYTHING I WANT.
...OR MY *FAMILY?!*
PETER, IF YOU'RE OKAY WITH IT...
...YOUR AUNT AND I WOULD LIKE TO MAKE YOU THE EXECUTOR IN OUR AFFAIRS.
OF COURSE, JAY.
NO! THIS ISN'T HELPING.
PUT IT OUT OF YOUR HEAD.
THERE HAS TO BE A WAY OUT OF THIS. *THINK!*

WAIT! IF HE HAS ACCESS TO ALL *MY* THOUGHTS...
...MAYBE I HAVE ACCESS TO *HIS!*
JUST HAVE TO SEARCH HIS MEMORY FOR HOW HE DID THIS!
I CAN FIGURE THIS OUT! I'M A SMART GUY, RIGHT?
THINK YOU'RE SMARTER THAN YOUR OLD MAN? HUH, OTTO?!
WHAT?! POPPA! *NO!*
THINK I DON'T KNOW WHAT "*IGNORAMUS*" MEANS? LITTLE SNOT NOSE BRAT!
SWAKK
I *FELT* THAT! SHARP, STINGING--
--*PAIN!*
THE RADIATION METER--
SOUND THE ALARM!
OCTAVIUS!
GYAH! METAL-- FUSING TO MY SKIN! THIS IS HOW IT STARTED. HOW I-- HE BECAME...
DOCTOR OCTOPUS!
LONG TIME NO SEE, CHUBBY!
KTAM
UNGH! ENOUGH WITH THE HITTING. A *NICE* MEMORY! GIVE ME SOMETHING--
OH, OTTO. STOP BEING SUCH A FUDDY DUDDY.
AUNT MAY?
NO ONE'S GOING TO KNOW WE DID THIS BEFORE THE WEDDING.
IT'LL BE OUR LITTLE SECRET.
NO! STOP!
AHHH!
CELL 0008 OCTAVIUS

OKAY. LITERAL MENTAL NOTE:
THAT. NEVER. HAPPENED.
I CAN LIVE THE REST OF MY *LIFE* WITHOUT EVER--
I HATE TO TELL YOU THIS, OTTO...
...BUT YOUR CONDITION IS DEGENERATIVE. YOU'RE LOOKING AT A YEAR. EIGHTEEN MONTHS AT THE MOST.
THIS MUST BE WHEN HE FOUND OUT HE WAS DYING...
RIGHT. WHEN HE PUT ALL OF HIS BRAIN PATTERNS INTO HIS OCTOBOTS...
...AND USED THEM TO TAKE OVER THE CITY WITH HIS MIND.
I *REMEMBER.* HE HAD THAT CONTROL HELMET OF HIS...
...BUT I TOOK IT FROM HIM. USED IT TO MAKE EVERYTHING ALL RIGHT.
AND I DID IT AGAIN AT THE END OF SPIDER-ISLAND.
PETER!
HERE. THIS SHOULD EVEN THE ODDS.
I EVEN INCORPORATED ITS DESIGN INTO MY SPIDER-ARMOR. SO I COULD SHUT HIM DOWN THE NEXT TIME...
...BUT IT DIDN'T GO THAT WAY.
YOU WON'T BEAT ME TWICE. NOT THE SAME WAY...
...AND *NOT* WITH MY OWN TOYS.
DOWN, SPIDER-MAN. *KNEEL!*
OH NO! I CAN SEE INSIDE OCK'S MEMORIES...
...EACH TIME I USED THAT TECH...
...I GAVE HIM *COMPLETE* ACCESS TO *MY MIND!*
BRA-VO, PARKER.
IDIOT!

ALL THAT TIME HE WAS MAPPING OUT MY BRAIN...
...GETTING READY FOR HIS ULTIMATE LAST-DITCH SURVIVAL PLAN...
...A BRAIN-SWAPPING OCTOBOT!
EVERY MOMENT HE SAT IN THIS CELL...
...HE WAS STRAINING AGAINST THE MENTAL SHIELDS MAX MODELL PUT UP HERE.
AND MARCHING THAT 'BOT STEP BY STEP ALONG THE OCEAN FLOOR...
...FROM GUATEMALA ALL THE WAY TO MANHATTAN.
LOOK AT THAT. HE FOUND ME DURING MY FIGHT WITH THE GOBLINS...
ISSUE #697! --PLAN SLOTT
...THEY HAD TECH THAT FORCED ME TO IGNORE MY OWN SPIDER-SENSE.
SO LATER THAT NIGHT...
...I TOTALLY LET THAT THING GET THE DROP ON ME.

THAT'S HOW HE DID IT!
THE DAMN THING HACKED INTO MY BRAIN--AND *REWROTE* IT!
WITH ALL OF *DOC'S* BRAIN PATTERNS!
AND IT SHOVED ALL OF *MINE* INTO THIS ROTTING PIECE OF MEAT!
WELL, GUESS WHAT, OTTO! IF YOU CAN DO IT--*SO CAN I!*
IF THIS BIG GRAY LUMP IN MY SKULL COULD SYNCH UP WITH THAT OCTOBOT BEFORE--IT CAN DO IT AGAIN!
YOO HOO! YOU GOTTA BE OUT THERE *SOMEWHERE!*
WAIT! I CAN SENSE IT! ON A ROOFTOP NEAR WHERE IT ATTACKED ME.
C'MON! *MOVE! GET UP! GET--*
YES! I GOT IT WALKING...
...AND *TALKING?!* I CAN TALK?!
THAT'S *GREAT!* NOW I JUST GOTTA FIND THE AVENGERS OR SOMEBODY AND TELL THEM...
OCTAVIUSSS? ARE YOU THERE?
WHA-? WHO IS THAT?

ITT'SSS THE LIZARD. IN THE CAGE NEXT TO YOU. SHH!
ISSS IT TRUE? WHAT THE DOCTORSSS SSSAID ABOUT YOU?
YOU HAVE HOURSSS LEFT TO LIVE? THAT YOU WON'T LASSST THE NIGHT?
GOOD. THEN I CAN TELL YOU. UNBURDEN MYSSSELF OF THISSS SSSECRET.
AND NO ONE ELSSSE WILL EVER KNOW.
THEIR CURE WORKED. I'M CONNORSSS AGAIN. IN MY MIND.
IT'SSS MY MIND IN THE LIZARD'SSS BODY.
WHAT? CURT?! NO...
I...I HAD NO IDEA.
THISSS FORM? THISSS ISSS MY REAL PRISON.
AND I DESSSERVE IT FOR ALL THAT I'VE DONE.
HMML... FEELSSS GOOD TO FINALLY TELL SOMEONE.
EVEN IF I KNOW THEY'RE GOING TO DIE SSSOON.
BUT--BUT CURT, YOU SHOULD TELL SOMEONE ELSE! YOU SHOULD--

NO. I CAN'T GO TO THE AVENGERS. IT'S TOO UNBELIEVABLE.
EVEN NOW *I'M* WONDERING IF THE LIZARD'S LYING. PULLING SOME ELABORATE TRICK TO--
STOP! FOCUS! HOURS TO LIVE, REMEMBER?
ALL RIGHT. I'VE GOT ONE TINY LITTLE OCTOBOT UNDER MY CONTROL.
WHAT DO I DO?
OR, BETTER YET...
WHAT WOULD *DOCTOR OCTOPUS* DO?!
HE'S AN EVIL GENIUS! THEY GET OUT OF JAMS LIKE THIS *ALL* THE TIME.
SEARCH *HIS* MEMORIES.
HE MUST HAVE A ZILLION ESCAPE PLANS...
WHAT DO WE HAVE HERE?
DOOMSDAY WEAPONS. TELEPORTATION PADS. TRAP DOORS. HOLOGRAMS. ROBOT DOUBLES...
AHA! GOT IT!

EXCUSE ME.
TINY ROBOT.
COMIN' THROUGH.
WHAT THE WHA?
BLAKE? WHAT IS THAT?
I DUNNO!
YOU HAVING THINGS SHIPPED TO THE OFFICE AGAIN? YOU ORDER THAT OFF AMAZON?
I--I DON'T THINK SO.
SORRY. HAVING A HARD TIME ACCESSING ALL OF THIS BOT'S WI-FI FEATURES...
AH. HERE WE GO. USB PORT. WON'T BE A MINUTE.
INITIATING "MASTER PLANNER CONTINGENCY SIGMA 6.0."
master.planner:contigency sigma 6.0
....
GREETINGS, FORMER AND FUTURE ASSOCIATES.
I AM DOCTOR OTTO OCTAVIUS.
AND I AM PREPARED TO PAY HANDSOMELY FOR YOUR SERVICES.
SIX MILLION DOLLARS...
...WILL BE DEPOSITED INTO YOUR ACCOUNTS UPON THE COMPLETION OF THIS MISSION.
SO? ANSWER ME! DO YOU WISH TO ACCEPT?
AAAND THAT'S IT.
MY LITTLE OCTOBOT'S GIVEN OUT.
THAT WAS MY ONE SHOT...

NOTHING LEFT TO DO NOW BUT WAIT AND SEE IF IT PAYS OFF.
JUST SIT HERE AND WAIT. FOR HOURS.
HUKK AHK.
I--I THINK ONE OF MY ORGANS JUST FAILED.
PLEASE, GOD, I DON'T WANT TO DIE HERE. NOT LIKE THIS.
WHATEVER I'VE DONE WRONG...
...I'M SORRY. PLEASE. HELP ME.
EEEEEEEEEEEEEEEEEEEEEEEEEEEE

EEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEE
IT'S FROM DOCTOR OCTOPUS' CELL.
WHAT? AGAIN?
LOOKS LIKE WE'RE GOING BACK IN. EVERYBODY...
...SCRUB UP.
HEY! YOU SEEING THIS?
SPOOOSH
IT'S HYDRO-MAN. I'M IN. WHAT'S NEXT?
LOCATE OCTAVIUS.
ALL RIGHT! DOC OCK'S CELL?! SPEAK UP OR DROWN!
WHERE IS IT?!
KAFF!
JUST OUTSIDE! END OF THE HALL! P-PLEASE STOP!

DONE. WHAT NOW, PETRUSKI?
YOU GET THE MICRO FILLAMENT THROUGH THE DRAIN WITH YOU?
YEAH. YOU SURE IT'S WATERPROOF?
PLEASE, MORRIE, GIVE ME *SOME* CREDIT.
FORM A LARGE RING. UPRIGHT. *NOT* ON THE FLOOR.
GOT IT.
GOOD. ACTIVATING THE PORTAL. NOW STEP ASIDE.
WHAT? COULD THAT THING SUCK ME IN?
SHZAAAW
NAH. TRAPSTER JUST DON'T LIKE GETTING HIS FEET WET.
STOW IT, SCORPION. WE'RE ON THE CLOCK. LET'S GET OCK AND GET OUTTA HERE!

SOMETHING'S GOING ON OUT THERE. I CAN HEAR IT...
THINGS CRASHING. BREAKING. GUARDS SCREAMING.
NO...
WHAT HAVE I DONE?
BKHOOM
NICE ENTRANCE, RIGHT?
HEY, DOC. DON'T THINK WE'VE EVER MET.
NAME'S PETER PETRUSKI. THEY CALL ME *THE TRAPSTER.*
OH, WE'VE MET. I REMEMBER THE FIRST TIME, YOU WERE CALLING YOURSELF *"PASTE-POT PETE."*
COULDN'T FIGHT YOU 'CAUSE I WAS LAUGHING TOO HARD. STUPIDEST NAME I EVER HEARD.
HERE. ME AND THE GUYS ARE BUSTIN' YOU OUT. WON'T TAKE A MINUTE.
GWUGHHH
I'M NOT LAUGHING NOW. TOO BUSY PUKING MY GUTS OUT.
EASY. HOOKING YOU UP TO THE PORTABLE LIFE SUPPORT I THREW TOGETHER.
NICE DESIGN, HUH?
BETTER BE. IT'S THE ONLY THING WORKING MY HEART AND LUNGS.
DEAR LORD, MY LIFE IN THE HANDS OF PASTE-POT PETE. HOW DOES THIS GET ANY WORSE?

SO? WHO'S NEXT?
THIS "*PLAN SIGMA*" THING SAYS WE GOTTA BUST OUT TWO MORE GUYS.
SCORPION? HYDRO-MAN? WHAT?
IT'S *YOUR* PLAN, DOC. WE BREAK OUT TWO MORE GUYS AND WE GOT OURSELVES A *SINISTER SIX*. THAT'S HOW THIS WORKS.
THEY GOT THE WIZARD HERE? TRAPSTER AND I WORK GOOD WITH HIM.
TH-THOSE GUARDS? THEY ALIVE?
WELL... YEAH. BUT ABOUT THE OTHER GUYS...
NYPD
NO! WE'RE LEAVING. J-JUST THE FOUR OF US.
YOU SURE? THEY GOT SMYTHE HERE. HE'S GOOD. TRICKED OUT MY SCORPION SUIT A WHILE AGO.
YES! RELEASE ME, OTTO! WITH MY MIND AND YOURS TOGETHER, WE COULD--
NO!
CAN'T BELIEVE ANY OF THIS! IT'S INSANE!
OCTAVIUS! PLEASE, OLD FRIEND! YOU KNOW ME. LET ME OUT...
NO! LET HIM *ROT!* WE'RE NOT FREEING *ANYONE*.
MORBIUS THE LIVING VAMPIRE. CAN'T CONTROL HIS URGES. SUCKED THE BLOOD OUT OF ONE OF MY FRIENDS.
WHY AM I EVEN CONSIDERING THIS? NONE OF THESE MEN ARE--

WAIT!
CONNORS. I--I COULD USE A *GOOD MAN* ABOUT NOW.
WILL YOU JOIN US?
CURT?
SNORT
MY MIND MUST BE GOING. I BROUGHT SUPER VILLAINS INTO THIS...
ALMOST FREED THE LIZARD. I SHOULDN'T BE A PART OF *ANY OF THIS.* I--I'M SPIDER-MAN.
MINDLESS BEAST.
C'MON. BEFORE MORE GUARDS COME DOWN ON US.

YOU GO FIRST. MORRIE AND I WILL "*CLEAN UP*" HERE.
AHHH!
NO! *LEAVE THEM!*
I...I'M RUNNING OUT OF TIME. WE ALL GO TOGETHER.
FINE.
SHZAAAW
THIS ISN'T ME. I SHOULDN'T BE RISKING LIVES TO SAVE MY OWN.
I'M PETER PARKER. I'M SPIDER-MAN! NEVER FORGET THAT!
WELL? WE BUSTED YOU OUT. GOT YOU BACK TO ONE OF YOUR HIDEOUTS.
AND HOOKED UP TO LIFE SUPPORT.
SO? WHEN DO WE GET *PAID?*
THERE'S *ONE* MORE THING.
RIGHT. STEP THREE. WE GOTTA CATCH SPIDER-MAN: *DEAD OR ALIVE!*
NO!
CAN'T LET THESE BAD GUYS RUN FREE.
GOTTA FIGURE OUT HOW TO CAPTURE THEM *AND* GET MY BODY BACK... BEFORE...
ALIVE.
I DEFINITELY NEED HIM *ALIVE.*

KRAASHH!
RUMMMBLLE!!
KRAKK
GROWR
ONE MORE MR GARCIN!

AMAZING *Spider-Man #700* **"DYING WISH: SUICIDE RUN" / "SPIDER-DREAMS" / "DATE NIGHT"**

WHILE ATTENDING A DEMONSTRATION IN RADIOLOGY, HIGH SCHOOL STUDENT PETER PARKER WAS BITTEN BY A SPIDER WHICH HAD ACCIDENTALLY BEEN EXPOSED TO RADIOACTIVE RAYS. THROUGH A MIRACLE OF SCIENCE, PETER SOON FOUND THAT HE HAD GAINED THE SPIDER'S POWERS… AND HAD, IN EFFECT, BECOME A HUMAN SPIDER! FROM THAT DAY ON HE WAS…

the AMAZING SPIDER-MAN

…UNTIL TODAY. IN A FINAL ACT OF VENGEANCE, SPIDER-MAN'S GREATEST ENEMY, OTTO OCTAVIUS, HAS TRADED PLACES WITH HIM, TRAPPING PETER'S MIND IN HIS DYING BODY. NOW, WITH WHAT LITTLE TIME HE HAS LEFT, PETER PARKER IS…

DOCTOR OCTOPUS

Tribeca.
PETER PARKER'S APARTMENT.
HMM...
WHAT?
MY FAVORITE MOVIE, FOOD, AND WINE?
WHAT CAN I SAY, MJ? I KNOW WHAT YOU LIKE.
BECAUSE PETER PARKER KNEW. AND I HAVE ACCESS TO ALL OF HIS MEMORIES.
ALONG WITH EVERYTHING ELSE THAT USED TO BE HIS:
HIS AMAZING POWERS. THIS YOUNG, VIRILE BODY. AND SOON...
...I WILL HAVE SOMETHING HE HASN'T HAD IN A LONG TIME.
SO TELL ME. IS *THIS* A DATE?
ARE WE *REALLY* DOING THIS AGAIN?
YOU? ME? US?
YES.

EXCELLENT.
ANOTHER VICTORY FOR THE MASTER PLANNER.
SAY IT.
SAY WHAT?
THAT *THING* YOU SAY. FOR OLD TIMES.
FACE IT, TIGER...
...YOU HIT THE--
OH.
POP
POK
POK
WHY ARE YOU STOPPING? WHAT IS IT?
YOU'RE SPIDER-MAN.
OF *COURSE* HE--*I'M* SPIDER-MAN!
YOU'VE KNOWN THAT FOR *YEARS!*
HOW IS THIS GETTING IN THE WAY? *EXPLAIN!*
"*EXPLAIN?*" PETER? WHAT'S COME OVER YOU?
EE
ZEE
ZEE
ZEE

HEY! WHERE ARE YOU GOING?
AREN'T WE GOING TO TALK ABOUT--
ZEE ZEE ZEE ZEE ZEE ZEE ZEE ZEE
NOT NOW, WOMAN! THIS IS IMPORTANT!
I SET THAT ALERT TO SOUND THE SECOND THERE WAS ANY NEWS ABOUT OTTO OCTAVIUS.
DOCTOR OCTOPUS?
YES. I WANTED TO KNOW THE MOMENT HE--
NO!
YOU'RE SCARING ME. WHAT IS IT?
IMPOSSIBLE!
HE'S CRIPPLED. DYING. HOW ON EARTH DID HE MANAGE IT?
DAILY BUGLE.COM
HOT TOPICS
DOC OCK • THE RAFT • CHICHARITO • AVENGERS
PHOTOS
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News
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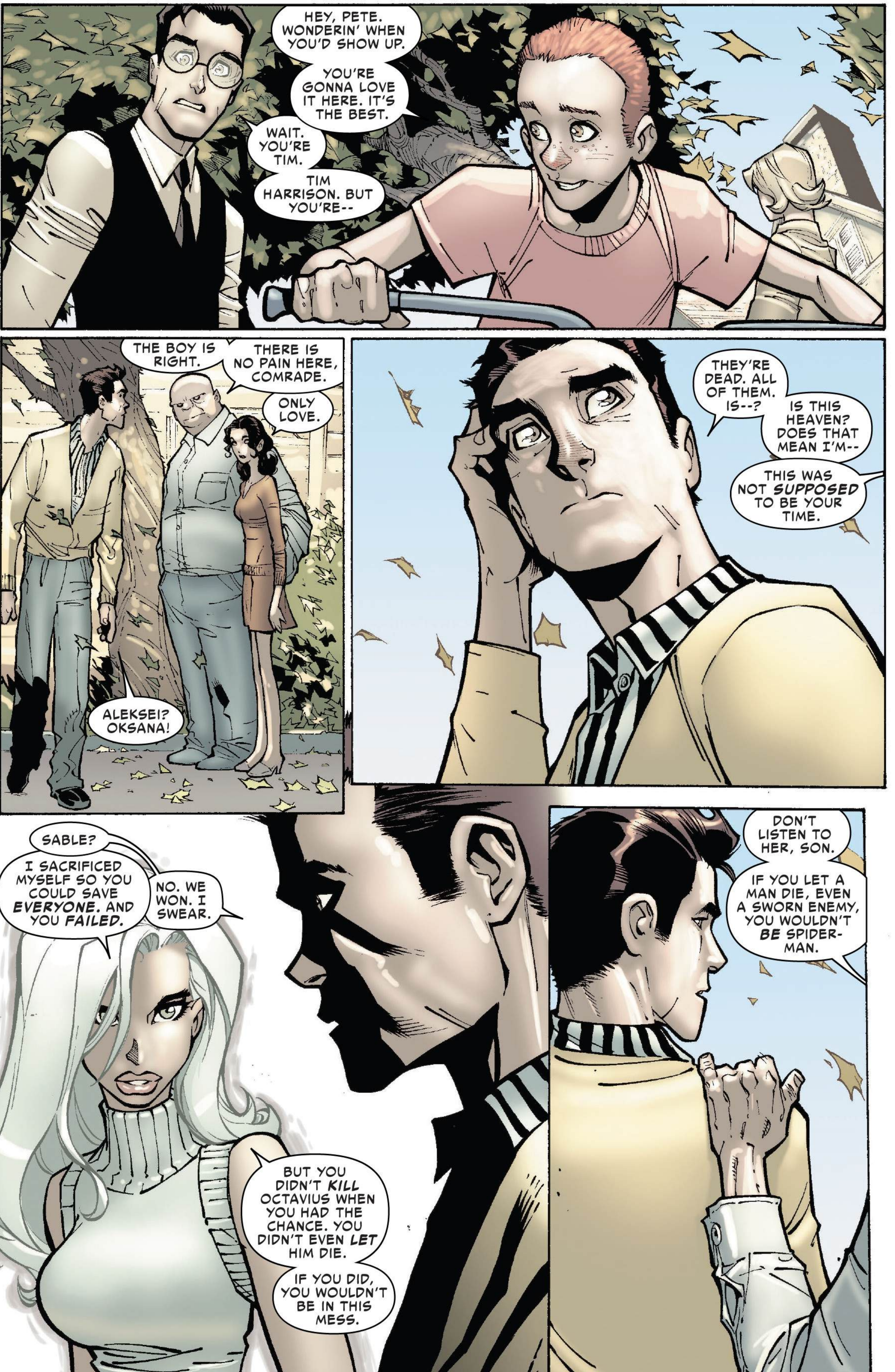
Top 10
1
Ben Grimm Night Out By Ben Barto
2
Tebow A Mutant?
DOCTOR OCTOPUS ESCAPES FROM SUPER-PRISON
By Jason Kaplan
NYC —
READ
Latest News
PETER, THIS IS BAD. HE'S OUT. DESPERATE. HOURS LEFT TO LIVE. WHO KNOWS WHAT HE MIGHT DO?
DON'T WORRY. I UNDERSTAND. YOU HAVE TO GO.
YOU'RE RIGHT.

John F. Kennedy Airport.
ONE TICKET TO BELGIUM.
DEPARTURES
AIRLINES
WHEN WILL YOU BE RETURNING?
ROUND TRIP.
TOMORROW.
TOMORROW? SIR, YOU'LL SPEND MOST OF YOUR TIME IN THE AIR.
YES. ABOUT FIFTEEN HOURS.
FOR SOME PEOPLE, THAT'S A LIFETIME.

KOFF
W-WHAT'S GOING ON? WHAT IS THIS?
EASY, OCTAVIUS. YOU FADED ON ME FOR A SECOND.
WE'RE IN ONE OF YOUR HIDDEN BASES.
Doctor Octopus' Secret Lair: Sigma Six.
OH, BOY...IT'S NOT A DREAM. THIS IS REALLY HAPPENING.
DOCTOR OCTOPUS MIND-SWAPPED ME INTO HIS DYING BODY-- AND THE ONLY REASON I'M NOT ROTTING AWAY IN PRISON...
...IS 'CAUSE I USED ONE OF HIS ESCAPE PLANS AND HIRED SCORPION, HYDRO-MAN, AND THE TRAPSTER TO BREAK ME OUT.
WHAT'RE YOU DOING?
WHAT YOU ASKED, DOC. HOOKING UP YOUR LIFE SUPPORT TO THESE OLD ARMS OF YOURS.
GETTING YOU MOBILE.
SO? WHEN'RE WE GOIN' AFTER SPIDER-MAN?
SHHH.
W-WAIT...
I SHOULD BE DOING THIS, NOT THE TRAPSTER. HE'S ONLY GOOD FOR BUILDING GLUE GUNS AND JET PACKS.
THIS IS MY LIFE ON THE LINE!
YOUR CALCULATIONS ARE OFF. CARRY THE EIGHT.
AH. GOOD CATCH.
IMBECILE!
WEIRD. I EVEN SOUND LIKE DOC OCK.

TH-THAT SHOULD DO IT.
SW-SWITCH IT ON.
ALL RIGHT. HERE WE GO!
NO, YOU FOOL! NOT TH-THAT ONE.
HERE. M-MUST I DO EVERYTHING MY--
GRYAHHH!
SHRAKKZZ
IT SUPPOSE'TA DO THAT?
YEAH. I THINK SO...
HE DON'T LOOK TOO GOOD.
...ORRR MAYBE NOT.
GREAT. NOW WE'RE NOT GETTIN' PAID.
SHUT UP, GARGAN.
DOC? I CAN FIX THIS.
DOC?!
DOC?!

HUH?
WHERE AM--?
OH.
I'M HOME.
IT'S FOREST HILLS. INGRAM STREET. BUT I'VE NEVER SEEN IT LIKE THIS BEFORE.
PORCH SWINGS. BLUE SKIES. TREES BURSTING WITH LEAVES. FAR AS THE EYE CAN SEE.


HEY, PETE. WONDERIN' WHEN YOU'D SHOW UP.
YOU'RE GONNA LOVE IT HERE. IT'S THE BEST.
WAIT. YOU'RE TIM.
TIM HARRISON. BUT YOU'RE--
THE BOY IS RIGHT.
THERE IS NO PAIN HERE, COMRADE.
ONLY LOVE.
ALEKSEI? OKSANA!
THEY'RE DEAD. ALL OF THEM. IS--?
IS THIS HEAVEN? DOES THAT MEAN I'M--
THIS WAS NOT *SUPPOSED* TO BE YOUR TIME.
SABLE?
I SACRIFICED MYSELF SO YOU COULD SAVE *EVERYONE*. AND YOU *FAILED*.
NO. WE WON. I SWEAR.
BUT YOU DIDN'T *KILL* OCTAVIUS WHEN YOU HAD THE CHANCE. YOU DIDN'T EVEN *LET* HIM DIE.
IF YOU DID, YOU WOULDN'T BE IN THIS MESS.
DON'T LISTEN TO HER, SON.
IF YOU LET A MAN DIE, EVEN A SWORN ENEMY, YOU WOULDN'T *BE* SPIDER-MAN.

CAPTAIN STACY! GWEN! OH--
I'M SORRY, SIR. I LET YOU DOWN. BOTH OF YOU. CAN YOU EVER...?
NONSENSE, MY BOY. EVERYONE FALLS SHORT FROM TIME TO TIME.
BUT YOU NEVER FALTERED FROM THE RIGHT PATH. THAT'S *ALL* THAT MATTERS.
AND EVERYTHING WORKED OUT IN THE END, PETEY.
SEE? WE ALL GET TO BE TOGETHER.
GWENDY, I...
PETER.
MARLA. I FAILED YOU TOO, DIDN'T I?
JUST THE OPPOSITE. I OPENED ONE DOOR FOR YOU...
...AND YOU ***SUCCEEDED.*** ALL ON YOUR OWN. I KNOW IT...
...AND SO DO THEY.
MOM! DAD!
WE'VE BEEN WATCHING YOU, SON.
ALL YOUR ACCOMPLISHMENTS. AND LOOK AT YOU.
A SCIENTIST. LIKE YOU ALWAYS DREAMED. WE COULDN'T BE PROUDER OF YOU--
RICHIE, FOR PETE'S SAKE...
...GIVE IT A REST. YOU'RE GONNA SPOIL THE BOY.
UNCLE BEN!

OH, PETER. I HATE TO SAY THIS, BUT YOU HAVE TO *GO.*
YOU CAN'T STAY HERE.
WHAT? I DON'T GET TO--AFTER ALL I'VE--
IT'S THAT ONE MISTAKE *ISN'T* IT? WHEN I LET YOU DOWN.
BUT I'VE TRIED, UNCLE BEN. I'VE TRIED SO HARD...
THAT'S NOT IT AT ALL, BOY. YOU'VE *MORE* THAN EARNED YOUR REST.
AND ANY *OTHER* TIME, I'D GIVE YOU MY BLESSING...
BUT YOU *CAN'T* LEAVE A MAN LIKE OTTO OCTAVIUS RUNNING AROUND *AS* SPIDER-MAN.
OR PETER PARKER.
YOU'VE BUILT AN AMAZING LIFE. DON'T YOU DARE LET HIM DESTROY IT.
I WON'T, UNCLE BEN.
GOOD. NOW LISTEN. THERE ARE *NO* SCALES YOU HAVE TO BALANCE. NOT IN MY EYES.
WHEN THIS IS OVER, *THEN* YOU CAN REST. SOMEONE *ELSE* CAN BE SPIDER-MAN. IT'S OKAY.
UNTIL THEN? YOU HAVE ONE *LAST* THING TO DO.
YOU NEED TO GET UP AND FIGHT *ONE MORE TIME!*
C'MON, PETER! ***GET UP!***

DOC?!
SEE? NOTHING TO WORRY ABOUT. HE'S STILL BREATHING.
TECHNICALLY HE *WAS* DEAD FOR THREE MINUTES.
EASY THERE, BOSS. MAYBE YOU SHOULD LAY DOWN FOR A BIT.
NO!
THERE'S NOT A MOMENT TO WASTE!
WE HAVE *WORK TO DO!*
THAT'S MORE LIKE IT! ALL RIGHT, OCK, WHAT'S OUR NEXT MOVE?
OKAY. LET'S LOOK AT OUR ASSETS.
SIMPLE, GENTLEMEN.
I'VE GOT BAD GUYS, DOC OCK'S ARSENAL, AND *MY* SUPER-BRAIN IN *HIS* RAPIDLY FAILING BODY.
OH. AND A PLAN. I'VE GOT A CRAZY PLAN.
WE'RE GOING STRAIGHT TO THE AUTHORITIES.

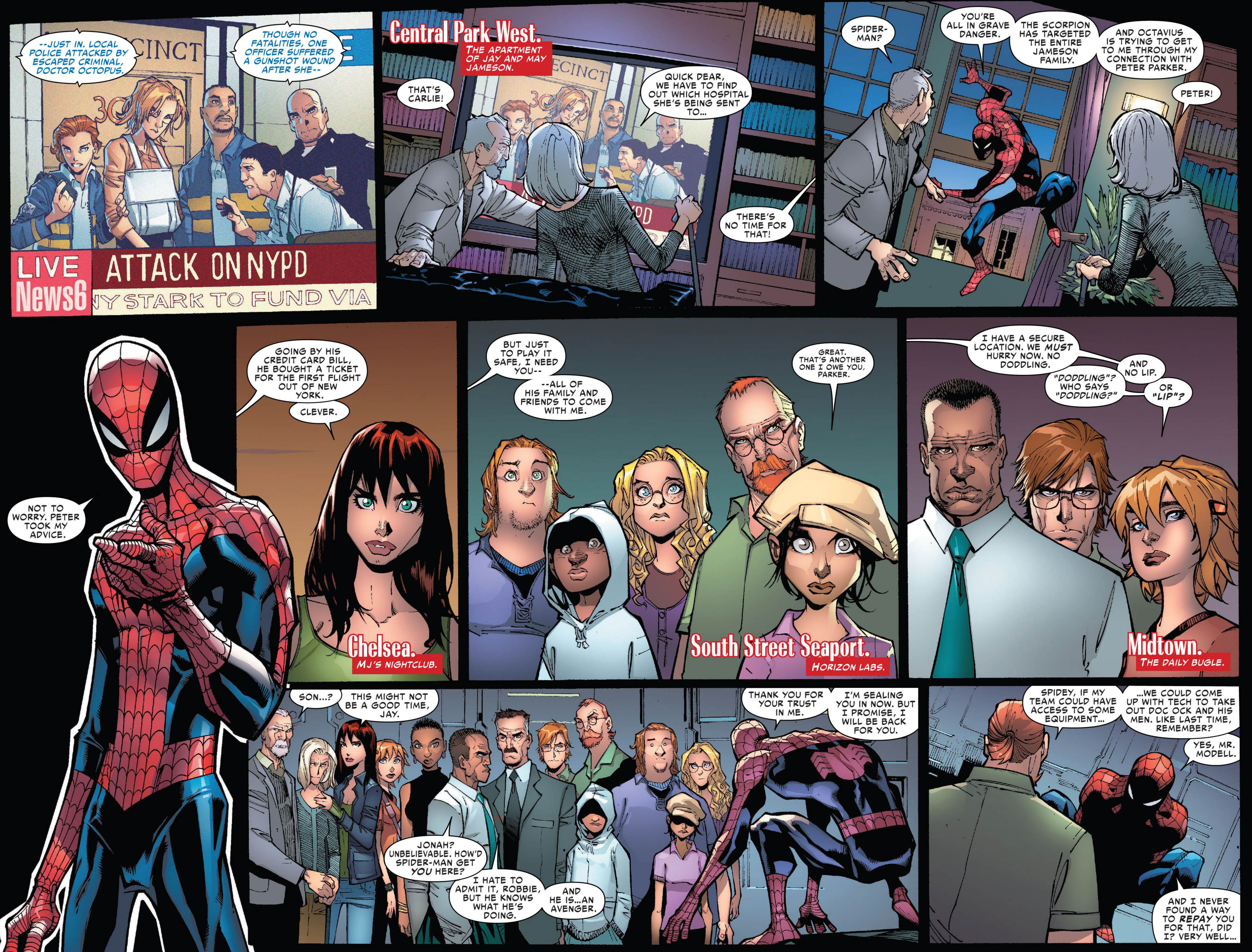
The Raft.
Maximum security prison for superhuman inmates.
ANSWER ME, YOU INCOMPETENT IDIOT! HOW MANY?!
HOW MANY WHAT, MR. MAYOR?
HOW MANY PRISONERS ESCAPED YOUR INESCAPABLE PRISON?!
UM. TWO, MAYOR JAMESON.
OCTAVIUS AND WHO ELSE?
MORBIUS, SIR.
NOT SMYTHE?
NO.
GOOD. SHOW ME SMYTHE!
HERE, SIR.
MORBIUS THE LIVING VAMPIRE BROKE OUT IN ASM #699.1. READ WHAT HAPPENS NEXT IN MORBIUS #1. -STEVE.
DON'T WORRY, JAMESON. IT'S ONLY A MATTER OF TIME BEFORE I--
SHUT UP!
MS. GRANT? WE'RE LEAVING!
UGH. THE PRESS. PARASITES, THE LOT OF 'EM.
JONAH, YOU USED TO BE PART OF THE PRESS.
BACK WHEN IT WAS A BASTION OF INTEGRITY, MS. GRANT.
MAYOR JAMESON!
JONAH, OVER HERE!
LOU MONGELLO OF WDW RADIO. CAN WE GET A STATEMENT?
GIVEN THAT DOCTOR OCTOPUS IS EXPECTED TO DIE SOON...
...ARE THE POLICE PUTTING FORTH A SERIOUS EFFORT TO RECAPTURE HIM?
OF ALL THE--I DON'T CARE IF HE'S GOT SIX SECONDS TO LIVE!
WHEN IT COMES TO A CRAZY CRACKPOT LIKE OCK?!

LIVE
MSNBC
S&P △5.40
BR[illegible]ING NEWS
SCAPED
I'LL THROW EVERYTHING I'VE GOT AT 'IM!
MARK MY WORDS, THAT MADMAN WILL BREATHE HIS LAST BREATH BEHIND BARS!
BUT MR. MAYOR, WHAT CHANCE WILL THE POLICE HAVE AGAINST A CRIMINAL MASTERMIND LIKE--
LIKE WHAT?! OTTO OCTAVIUS?! THE MAN'S A BLUBBERY, BESPECTACLED BUFFOON!
NAME ONE THING HE'S ACTUALLY ACCOMPLISHED!
ONE "MASTER PLAN" THAT IMPOTENT IMBECILE'S EVER PULLED OFF!
I KNOW IT! YOU KNOW IT! EVERYONE KNOWS IT! HIS ENTIRE TIME ON EARTH, OTTO'S ONLY BEEN ONE THING--
A LOSER!
AIR BELGIUM FLIGHT 168 TO BRUSSELS. FINAL BOARDING.
SIR? FINAL BOARDING.
I'M THINKING.

The 18th Precinct.
THIS IS WHAT YOU MEANT BY "GOIN' TO THE AUTHORITIES"?
YOU'RE *CRAZY*, OCK! WHAT DOES THIS GET US?
QUIET, GARGAN. ALL YOU HAVE TO KNOW...
...IS THAT THERE'S SOMETHING HERE...I NEED.
NO PROBLEM. DO WHAT YA GOTTA. WE'LL KEEP THESE COPS BUSY.
DON'T HARM *ANY* OF THEM? UNDERSTOOD?
RIGHT NOW, WE ONLY HAVE TO WORRY ABOUT SPIDER-MAN OR DAREDEVIL INTERFERING...
...BUT KILL AN OFFICER, OUR THREAT LEVEL INCREASES...
...AND THAT COULD BRING THE *AVENGERS* DOWN ON US!
HUH? IT DOESN'T WORK LIKE THAT!
DUDE? YOU FOR REAL? I'M TRYING TO-- NEVER MIND.
SCORPION'S RIGHT. THIS *IS* CRAZY.
JUST LUCKY THAT NO ONE'S BEEN HURT YET.
STORAGE
HERE WE GO. THE STORAGE LOCKER. THEY HAD ME WORKING DOWN HERE DURING *SPIDER-ISLAND*.
THIS IS WHERE THEY BRING SUPER VILLAIN TECH TO BE CATALOGUED.
IT'S WHERE THEY WOULD HAVE BROUGHT...
YES!

DOC OCK'S *GOLD OCTOBOT!*
IT'S WHAT HE USED TO PULL OFF THIS MIND-SWAP. IF I COULD STUDY IT, I MIGHT FIND A WAY TO--
FREEZE!
CARLIE!
HOLD IT RIGHT THERE, OCTAVIUS!
CARLIE, WAIT! I CAN EXPLAIN.
I'M *NOT* DOC OCK. I'M *SPIDER-MAN!*
I--HE USED A DEVICE TO SWAP OUR BRAINS AND--
BULL!
NO. IT'S TRUE! I SWEAR!
FINE! *PROVE* IT!
TELL ME SOMETHING ONLY SPIDEY AND I WOULD KNOW.
OKAY...
YOU AND MJ, YOU'RE THE ONLY ONES WHO KNOW. I'M SPIDER-MAN--
--AND I'M PETER PARKER.

YOU'RE NUTS! AND YOU KNOW HIS SECRET!
I-I CAN'T LET YOU LEAVE HERE!
PKOW POW POW
CARLIE! STOP! I'M NOT--
THE ARMS! MOVING ON REFLEX!
KTING
PING
ARGHH!
SSKKCHH
CARLIE!
THANK GOD! IT'S JUST HER ARM.
CLEAN THROUGH. IF I TIE IT DOWN, SHE SHOULD LIVE--
"SHOULD"? WHAT'S HAPPENING TO ME?
THIS IS A DISASTER... I SHOULD STOP!
I GOT WHAT WE WERE AFTER. LET'S GO.
WHAT WAS THAT BACK THERE?
NOTHING. A COP. I TOOK CARE OF HER.


--JUST IN. LOCAL POLICE ATTACKED BY ESCAPED CRIMINAL, DOCTOR OCTOPUS.
THOUGH NO FATALITIES, ONE OFFICER SUFFERED A GUNSHOT WOUND AFTER SHE--
CINCT
30
LIVE
News6
ATTACK ON NYPD
NY STARK TO FUND VIA
Central Park West.
THE APARTMENT OF JAY AND MAY JAMESON.
THAT'S CARLIE!
QUICK DEAR, WE HAVE TO FIND OUT WHICH HOSPITAL SHE'S BEING SENT TO...
THERE'S NO TIME FOR THAT!
SPIDER-MAN?
YOU'RE ALL IN GRAVE DANGER.
THE SCORPION HAS TARGETED THE ENTIRE JAMESON FAMILY.
AND OCTAVIUS IS TRYING TO GET TO ME THROUGH MY CONNECTION WITH PETER PARKER.
PETER!
NOT TO WORRY. PETER TOOK MY ADVICE.
GOING BY HIS CREDIT CARD BILL, HE BOUGHT A TICKET FOR THE FIRST FLIGHT OUT OF NEW YORK.
CLEVER.
Chelsea.
MJ'S NIGHTCLUB.
BUT JUST TO PLAY IT SAFE, I NEED YOU--
--ALL OF HIS FAMILY AND FRIENDS TO COME WITH ME.
GREAT. THAT'S ANOTHER ONE I OWE YOU, PARKER.
South Street Seaport.
HORIZON LABS.
I HAVE A SECURE LOCATION. WE MUST HURRY NOW. NO DODDLING.
AND NO LIP.
"DODDLING"? WHO SAYS "DODDLING?"
OR "LIP"?
Midtown.
THE DAILY BUGLE.
SON...?
THIS MIGHT NOT BE A GOOD TIME, JAY.
JONAH? UNBELIEVABLE. HOW'D SPIDER-MAN GET YOU HERE?
I HATE TO ADMIT IT, ROBBIE, BUT HE KNOWS WHAT HE'S DOING.
AND HE IS...AN AVENGER.
THANK YOU FOR YOUR TRUST IN ME.
I'M SEALING YOU IN NOW. BUT I PROMISE, I WILL BE BACK FOR YOU.
SPIDEY, IF MY TEAM COULD HAVE ACCESS TO SOME EQUIPMENT...
...WE COULD COME UP WITH TECH TO TAKE OUT DOC OCK AND HIS MEN. LIKE LAST TIME, REMEMBER?
YES, MR. MODELL.
AND I NEVER FOUND A WAY TO REPAY YOU FOR THAT, DID I? VERY WELL...

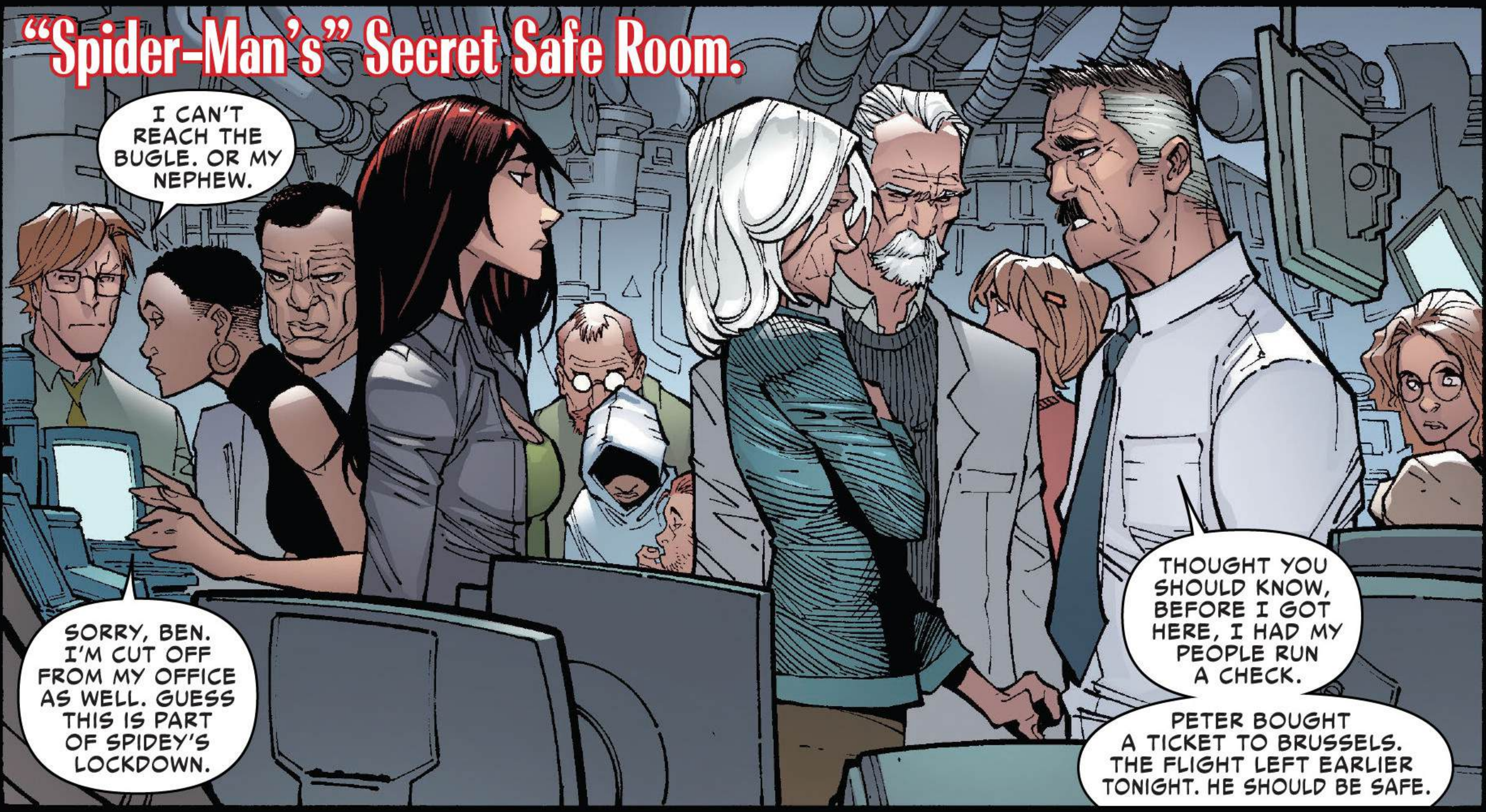
"...I'LL BRING YOU WHAT YOU NEED, AND THEN YOU CAN GET TO WORK."
CAN I HELP? LOOKS COMPLICATED...
÷KOFF÷ IT IS. FAR BEYOND YOU, BUT...
...I COULD USE A PAIR OF HANDS.
THERE HAS TO BE A WAY TO REVERSE THIS PROCESS. AND I HAVE TO FIND IT FAST.
THIS WHOLE BODY'S SHUTTING DOWN. I CAN FEEL IT. JUST LOST VISION IN MY RIGHT EYE...
GREETINGS, OTTO!
YOU?! H-HOW DID YOU--?
LOCATE YOUR SECRET BASE AND BREAK INTO YOUR COMM-SYSTEM?
THINK ABOUT IT.
RIGHT.
TRUST ME, I'VE OUT-THOUGHT YOU AT EVERY TURN. FOR EXAMPLE...
THIS TIME, OTTO, YOU WON'T BE ABLE TO THREATEN ANY OF MY LOVED ONES--
--BECAUSE THEY'RE ALL RIGHT HERE. WITH ME.
NO!
AND THERE IS NO WAY YOU'LL FIND THEM...
...BEFORE YOU DIE.
SEE? I'VE ALSO "HACKED" YOUR BASE'S SELF-DESTRUCT DEVICE.
FAREWELL, OCTAVIUS.
WAIT...

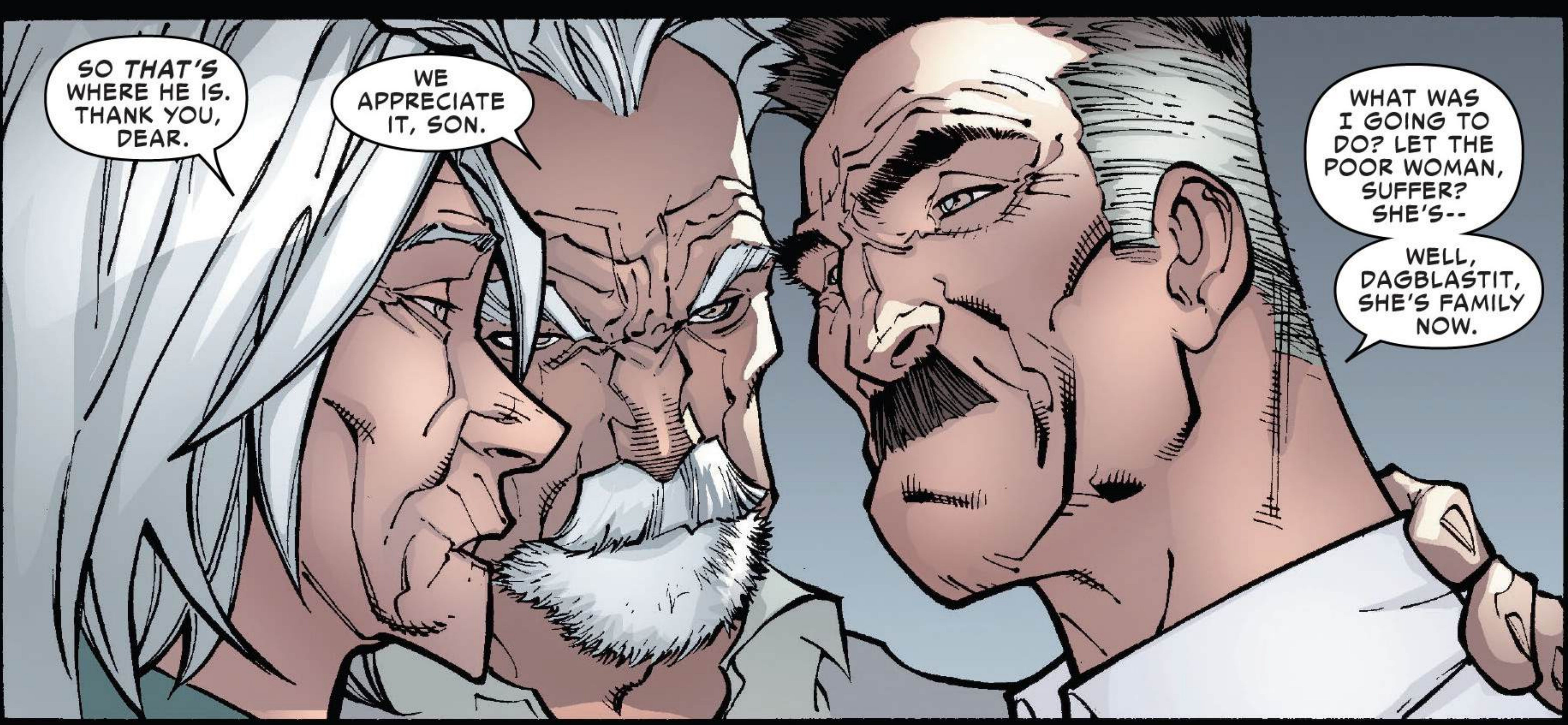
...D-DO YOU MEAN *THIS* SELF-DESTRUCT DEVICE?
HAVEN'T WE DONE THIS DANCE BEFORE? BUT IN REVERSE?
F-FACE IT, "SPIDEY," WE KNOW ALL OF EACH OTHER'S TRICKS BY NOW.
FINE. HERE'S A NEW ONE.
I ***KNOW*** *THE LOCATION OF YOUR "SECRET HEADQUARTERS."*
IT'S A COMPLEX HIDDEN UNDER A GARBAGE LANDFILL IN STATEN ISLAND.
AND I'VE ***TOLD*** *THE POLICE. THEY SHOULD BE THERE BY NOW.*
WHAT?! BUT I HAVE SUPER VILLAINS WITH ME. OFFICERS COULD GET--
YOU *CAN'T* DO THAT!
WHAT CAN I SAY?
I GUESS I'M PLAYING BY A WHOLE NEW SET OF RULES.
GOOD LUCK.
ANTI-SPIDER PATROL! DEPLOY! DO **NOT** WAIT FOR CONFIRMATION!
IF YOU HAVE A SHOT AT DOCTOR OCTOPUS, ***YOU TAKE IT!***
NOW ***GO! GO! GO!***

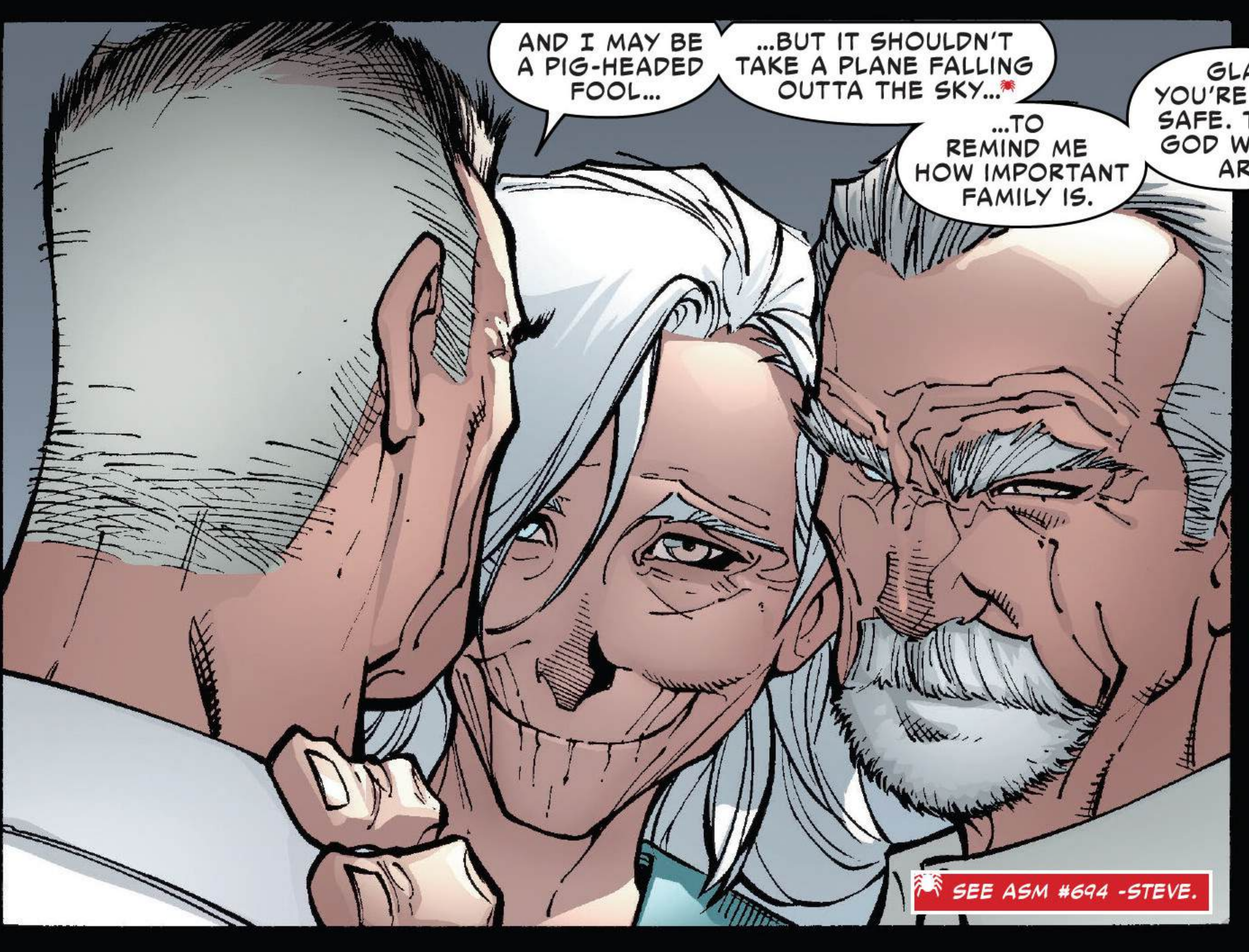
CHOOM
TOOM
TRUMM
THEY'RE SHELLING US! WE GOTTA GET OUTTA HERE!
THE TELEPORTER--
NEEDS TIME TO CHARGE.
I-I HAVE TO FINISH THIS EXPERIMENT! TH-THAT'S ALL THAT MATTERS.
SCORPION! HYDRO-MAN! I NEED A DISTRACTION.
BUT D-DON'T HURT THEM.
WHY THE HELL NOT THIS TIME?!
I-I MIGHT NEED THEM F-FOR QUESTIONING...
NO PROB, DOC. GOT IT. WE NEED TO SAVE ONE OF 'EM FOR QUESTIONING.
NO. WAIT. THAT'S NOT WHAT I MEAN.
YEAH. NO OFFENSE, DOC, BUT YOU'RE ACTING REALLY WEIRD.

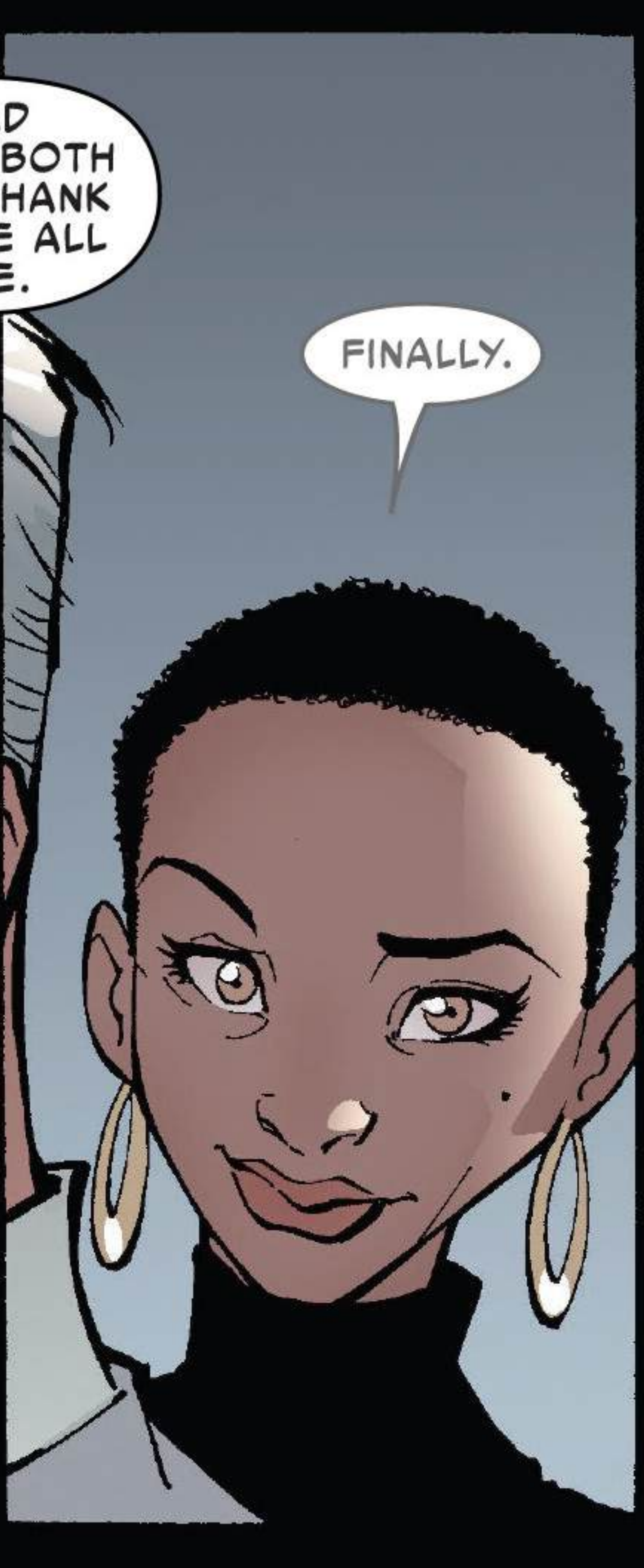
THAT'S *TWICE* NOW WITH THE *"DON'T HURT THE COPS"* GARBAGE.
WHAT'S UP WITH THAT?
I DUNNO. GUY'S ABOUT TO KICK IT. MAYBE HE'S FEELING GUILTY. Y'KNOW, LIFE OF CRIME AND ALL.
SEEN THE VULTURE DO THE SAME KINDA THING.
WELL, HE BETTER NOT PUNCH OUT *BEFORE* I GET MY SIX MILL. THAT'S ALL I'M SAYING.
SCORPION! STAND DOWN! THAT'S AN-- **AHHH**
SWAKK
I'M WITH YOU. LET'S SPEED THIS UP.
THERE. FINISHED. NOW WE CAN--
BRAIN SWAP.
WHAT?
I'M NOT AN IDIOT. THOSE LAST CIRCUITS WERE NEURAL RELAYS.
YOU'RE DYING *AND* BUILDING A BRAIN-SWAPPING DEVICE. WHAT'S THE PLAN?
PUT *YOUR* BRAIN IN MY BODY? NO WAY, DOC! NOT WHILE I--
SO CLOSE. BUT NO CIGAR.
WHAT?! MY GLUE GUNS!
THWOP

HYDRO-MAN! SCORPION! LEAVE THEM.
WE'RE GETTING OUT OF HERE.
A GETAWAY SUB?! YEAH! THERE WE GO!
SEE? THAT'S A HARDCORE MAD SCIENTIST MOVE THERE!
SPUSHH
SORRY I EVER DOUBTED YA, DOC.
SH-SHUT UP AND GET IN.
HOLD ON. WHERE'S THE TRAPSTER?
CAPTURED.
DOESN'T MATTER. HE WAS SLOWING US DOWN...
"...WE'RE BETTER OFF WITHOUT HIM."
LIEUTENANT?
WHAT IS IT?
YOU BETTER TAKE A LOOK AT THIS.
WHAT THE--?!
MMPHB BMPPH
COURTESY OF YOUR FRIENDLY NEIGHBORHOOD DOC OCK
NYPD


"Spider-Man's" Secret Safe Room.
I CAN'T REACH THE BUGLE. OR MY NEPHEW.
SORRY, BEN. I'M CUT OFF FROM MY OFFICE AS WELL. GUESS THIS IS PART OF SPIDEY'S LOCKDOWN.
THOUGHT YOU SHOULD KNOW, BEFORE I GOT HERE, I HAD MY PEOPLE RUN A CHECK.
PETER BOUGHT A TICKET TO BRUSSELS. THE FLIGHT LEFT EARLIER TONIGHT. HE SHOULD BE SAFE.


SO THAT'S WHERE HE IS. THANK YOU, DEAR.
WE APPRECIATE IT, SON.
WHAT WAS I GOING TO DO? LET THE POOR WOMAN, SUFFER? SHE'S--
WELL, DAGBLASTIT, SHE'S FAMILY NOW.


AND I MAY BE A PIG-HEADED FOOL...
...BUT IT SHOULDN'T TAKE A PLANE FALLING OUTTA THE SKY...
...TO REMIND ME HOW IMPORTANT FAMILY IS.
GLAD YOU'RE BOTH SAFE. THANK GOD WE ALL ARE.
SEE ASM #694 -STEVE.


FINALLY.

WHATTYA KNOW?
MAYBE THIS IS THE TIME FOR MIRACLES.
HULLO? SPIDER-MAN? YOU OUT THERE? WE NEED TO TALK.
I'M BUSY, WOMAN. GO AWAY.
INTERCOM
OH, REALLY?!
THIS IS VERY IMPORTANT.
YOU KNOW ME. AND YOU KNOW I CAN KEEP PRESSING THIS BUTTON ALL NIGHT.
...
AND I KNOW YOU. YOU'LL EVENTUALLY GIVE IN. SO LET'S JUST CUT TO THE CHASE.
VERY WELL. WHAT IS IT?
YOU'RE SCARED. WORRIED SOMETHING BAD'S GOING TO HAPPEN TO US...
...AND THAT YOU'RE NOT UP FOR IT. BUT THERE'S SOMETHING YOU SHOULD KNOW.
I BELIEVE IN YOU. AND NOT BECAUSE YOU'RE SPIDER-MAN...
STOP. I KNOW WHAT YOU'RE DOING.
YOU DO?
THIS AGAIN?!
WHA?
MY HEAD'S FILLED WITH YOUR TRITE PEP TALKS.

THAT'S ALL YOU ARE NOW.
THE PLUCKY BEST FRIEND WITH THE *ONE* MOTIVATIONAL SPEECH.
WHAT'S THE *POINT?* WHY ARE YOU STILL HANGING AROUND?
I...
I LOVE YOU.
NO MATTER WHAT'S GONE ON BETWEEN US. HOW COMPLICATED IT'S ALL BECOME.
THAT'S IT. THE ONE, BASIC TRUTH THAT TRUMPS *EVERYTHING.* I KNOW IT ALL THE WAY DOWN TO MY SOUL. I LOVE YOU.
PETER? SAY SOMETHING. PLEASE.

Underneath Columbus Circle.
WHAT IS THIS PLACE? WHERE ARE WE?
THE SEWERS BELOW 58TH AND BROADWAY.
NOW QUIET. TRYING TO REMEMBER THE CODE.
THIS ANOTHER ONE OF YOUR SECRET BASES?
NO. HACK
ENOUGH QUESTIONS.
LIVER'S FAILING. BOTH KIDNEYS SHOT. PAIN EXCRUTIATING. NOT MUCH TIME LEFT.
58TH AND BROADWAY...
THIS HAD BETTER WORK...
WHY'S THAT SOUND SO FAMILIAR...?
...'CAUSE THIS IS MY LAST SHOT. I DON'T KNOW WHERE ELSE TO GO.

COLUMBUS CIRCLE?
DOC?! ARE YOU *INSANE?!* YOU JUST BROKE US INTO--
AVENGERS TOWER!
STARK
ALL NIGHT YOU BEEN TELLIN' US TO STAY OFF THEIR RADAR--
--AND NOW YOU GOT US CRASHIN' THROUGH THEIR *FRONT DOOR!*
C-CALM YOURSELF. IT'S ALL PART OF MY PLAN.
WHAT? FOR US TO GET OUR BUTTS KICKED BY THOR AND THE HULK?
I-I KNOW WHAT I'M DOING!
AND WHAT I'M DOING IS GETTING THIS GOLD OCTOBOT TO THE AVENGERS.
IF AN IDIOT LIKE THE *TRAPSTER* CAN FIGURE OUT IT'S A BRAIN-SWAPPING DEVICE...
...THEN GENIUSES LIKE IRON MAN, BEAST, OR GIANT-MAN WILL SPOT IT IN SECONDS.
I HAVE ALL THE PROOF I NEED, I JUST HAVE TO FIND...
WHERE IS EVERYBODY? PLACE IS DESERTED.
OF COURSE IT IS. L-LIKE I SAID, IT'S ALL PART OF M-M-MY...
YOUR WHAT? YOUR *MASTER PLAN?!*

THE WALL-CRAWLER!
VERY CLEVER, OCTAVIUS.
ACTIVATING ALL OF YOUR HIDDEN GIANT OCTOBOTS AROUND THE GLOBE...
...AND DRAWING ALL MY FELLOW AVENGERS AWAY, SO YOU'D HAVE ME *ALL* TO YOURSELF.
MAKES ME WONDER WHAT *ELSE* YOU HAVE IN STORE FOR ME.
OUTMANEUVERED AGAIN. OKAY, PARKER, WHAT NOW?

OF COURSE THAT'S MY P-PLAN! **GET HIM!**
THAT'S IT? "GET HIM?"
TELL ME ***THIS*** TIME WE GET TO KILL HIM.
Y-YES! WHATEVER IT T-TAKES!
FINALLY!
DO YOUR WORST!
AS YOU CAN SEE, I HAVE TAKEN NECESSARY PRECAUTIONS TO EVEN UP THE SCORE. INCLUDING...
...AUGMENTING THE BUILDING'S SECURITY SETTINGS FROM "*STUN*" TO "*KILL!*"
DIDN'T KNOW YOU HAD IT IN YOU, WEBS.
WHATEVER. I KNOW I CAN TAKE IT. CAN *YOU?*
A
0072
FILE
WEB SHOOTER
SUBJECT: SPIDER-MAN
POSITIVE ID
SIMPLETON. I'M NOT A TARGET.
THESE DEVICES RECOGNIZE ME AS A FULL MEMBER OF THE AVENGERS.

A PITY THE SAME CANNOT BE SAID ABOUT YOU, OLD FRIEND.
W-WON'T WIN. C-CAN'T LET YOU--
WHAT'S THAT, OTTO? NO! WHATEVER YOU DO, I'LL *NEVER* REVEAL--
--WHERE I'VE HIDDEN *JAMESON* AND HIS FAMILY... HERE IN THE TOWER!
JAMESON'S HERE?!
MORRIE! YOU'RE WITH ME. WITH YOU SPLASHING AROUND THESE FLOORS, WE'LL FIND HIM IN NO TIME.
BUT OCK...
SCREW 'IM. THIS'S MY CHANCE TO FINALLY GET J. JONAH JAMESON!
TSK TSK.
LOOK WHAT I'VE DONE. NOW ALL MY LOVED ONES ARE IN JEOPARDY.
I GUESS AS "*SPIDER-MAN*" I AM HONOR-BOUND TO GET TO THOSE POOR, INNOCENT SOULS FIRST...
...AND "*SAVE*" THEM.
FAREWELL, OTTO. I'LL LEAVE YOU TO ALL THE GUNS AND LASERS. GOOD LUCK WITHOUT ANY SPIDER-SENSE.
N-NO! YOU MONSTER!

SCORPION! OVER HERE...
...THINK I'VE...
YUP! FOUND 'EM!
GOT THE MAYOR AND A WHOLE BUNCH A PEOPLE ALL CRAMMED IN HERE...
...LIKE FISH IN A BARREL.
OH, I GOT YOUR BARREL, DUDE. RIGHT HERE!
THE EXTRACTOR'S READY, MAX!
ALL RIGHT, HORIZON TEAM--
--LET'S GO!
MR. JACKSON, IF YOU PLEASE?
SHWORP
PUMP'S AT FULL SUCTION! GRADY?!
WE HAVE CONTAINMENT! BELLA?
ISOLATED THE PRIME MOLECULE! SAJANI?!
ON IT!
DRAINING EXCESS FLUID!
SPOSH
WHAT? THAT'S IT?
YES, MR. MAYOR. MY SCANNER'S CONFIRMING...
...WE'VE SUCCESSFULLY EXTRACTED A DROP OF HYDRO-MAN CONTAINING, FOR LACK OF A BETTER TERM, HIS "SOUL MOLECULE."
WE USED A SIMILAR PROCESS TO HELP CAPTURE SANDMAN LAST SUMMER.
HM. LOOKS LIKE YOU SCIENCE GEEKS WERE FINALLY USEFUL FOR A CHANGE.

KRANG
JAMESON!
THERE YOU ARE.
ROBBIE! WHILE HE'S FOCUSED ON ME, GET EVERYONE ELSE OUT!
JONAH, YOU WON'T STAND A--
JUST DO IT!
THIS WAY. THROUGH THE HOLE HE MADE.
MOVE IT!
YOU CARE SO MUCH ABOUT 'EM, JAMESON.
MAYBE THERE'S A BETTER WAY TO HURT YOU? YOUR FATHER...
FORGET HIM, GARGAN! TAKE ME!
YOU BLAME ME FOR GETTING YOU TURNED INTO A FREAK, DON'T YOU?!
WELL BE A MAN, DAMN IT! TAKE IT OUT ON ME!

THAT SEALS IT THEN!
JAMESON SENIOR IT IS! OR PERHAPS HIS LOVELY WIFE--
NO!
GNUHH!
KER-WAKK
YOU WILL *NOT* HARM THAT DEAR, SWEET LADY!
I'LL NEVER LET YOU GO, PETER.
I LOVE YOU *SO* MUCH.
I LOVE YOU TOO, AUNT MAY.
WHAT THE HELL WAS THAT?

SPIDER-SENSE!
WHHSSH
ENOUGH OF THIS!
DO YOU HEAR ME, YOU BRAINLESS BRUTE?! I SAID--
ENOUGH!
KRUNCH
DEAR LORD.
I ALWAYS KNEW...
LOOK AWAY, MAY.
SO BRUTAL. THAT POOR MAN...
HIS JAW. THE ONE PLACE HE WASN'T ARMORED. I TOOK IT CLEAN OFF.
NEVER KNEW THIS BODY HELD SO MUCH POWER.
ALL THESE YEARS, PARKER MUST HAVE BEEN HOLDING BACK...
KNEW YOU HAD IT IN YOU, KID.
I DIDN'T.
...BUT I'M NOT *HIM*, AM I?

WHAT HAVE YOU DONE?!
--UKH
SPIDER-MAN?! DAGBLASTIT! I DISTRACTED HIM!
JONAH, BE CAREFUL!
IF ANYTHING HAPPENS TO THAT WALL-CRAWLING WONDER NOW, I'LL NEVER FORGIVE MYSELF.
I SWEAR, IF YOU'VE USED THOSE HANDS TO TAKE A LIFE...
...IF GARGAN DIES--
ENOUGH WITH THE THREATS, "OTTO." YOU'RE NOT DOING ANYTHING!
QUICKLY. WHILE SPIDEY'S KEEPING HIM BUSY.
LOOK AT HIM! THE BRAVE FOOL!
THINK ABOUT IT. HOW MUCH TIME DO YOU HAVE LEFT?
MINUTES? SECONDS?
MORE THAN ENOUGH TO PUT AN END TO YOU.
I DOUBT THAT. NO, YOU'LL BE FAR TOO BUSY...
...TENDING TO YOUR FRIENDS.
THWOP THWOP

AHH!
GLORY!
YARGH!
MAX!
UNGH!
MARY JANE!
IMPACT WEBBING!
THAT'S MEANT FOR SUPER VILLAINS, NOT REGULAR PEOPLE! YOU--
HA! LOOK AT YOU. LOSING YOUR GRIP.
YOU NEVER HAD THE STOMACH FOR THIS GAME. WHERE I, ON THE OTHER HAND--
--WOULD GO TO ANY LENGTHS.
I-I CAN'T ALLOW THAT. NOT WITH THAT BODY.
WHAT?!
WHAT DO YOU THINK YOU'RE--?
ENDING THIS. HERE AND NOW!

KESHHHH
I THOUGHT ABOUT IT.
I HAVE SECONDS TO LIVE. DEFINITELY SECONDS.
BYE, OTTO.
GET OFF OF ME!

WHAT'S HE DOING? A WEB NET FROM THIS HEIGHT...
...WOULD BE ALMOST AS BAD AS THE PAVEMENT.
THWIP
THWIP
THWIP
THWIP
THWIP
THAT PATTERN?
NOT JUST A WEB-CUSHION. AN AIRBAG. LIKE STUNTMEN USE.
CLEVER.
WHY DIDN'T I EVER THINK TO DO THA--
FWOPP
SPINE SHATTERED. CAN'T FEEL MY LEGS.
OR MUCH OF ANYTHING. I THINK THIS IS IT...
...BUT I STILL HAVE ONE TRICK LEFT.
YOU STILL WIN THOUGH, OTTO.
'CAUSE EVEN AFTER I PUT MYSELF BACK IN THERE...
NO...
...I CAN NEVER BE SPIDER-MAN AGAIN.

EVEN IF THAT BODY HAD ONLY SECONDS LEFT, I **KNEW** WHAT I WAS DOING WHEN I MADE THAT JUMP.
I WAS ENDING YOUR LIFE.
THAT'S A LINE I SWORE I'D **NEVER** CROSS.
NOW I'LL HAVE TO FIND A WAY TO **LIVE** WITH THAT--
KTING
NO. YOU WON'T
WHAT?!
TING TING TING
CARBONADIUM PLATING.
MY CRANIUM IS **COMPLETELY** SHIELDED. OR, IN OTHER WORDS...

VICTORY IS MINE!
KE-RANKK
GNHHH!
AND NOW TO FINISH THIS, ONCE AND FOR ALL!
THIS CAN'T BE IT.
HAS TO BE A WAY.
IT HURTS... CAN'T EVEN FOCUS ENOUGH TO USE THE ARMS...
POLICE LINE
STAY BACK!
ONE SIDE. I'M AN OFFICER.
COOPER? WHAT'RE YOU DOING HERE?
LOOKING FOR SPIDEY. THOUGHT I'D TRY THE TOWER. IT'S TRUE ISN'T IT? HE'S FIGHTING DOC OCK?
SO LONG, DOCTOR OCTOPUS!
GOTTA FIGHT THIS.
HAVE TO THINK.

BUT I'M TIRED.
SO TIRED.
JUST LET ME...
YOU'RE NOT FOOLIN' *ME,* PETEY!
HUH?
I KNOW YOU'RE AWAKE.
AND IT'S TIME FOR SCHOOL!
GOSH, UNCLE BEN. YOU'RE WORSE--
--THAN A ROOM FULL OF ALARM CLOCKS!
UNHH! WH-WHAT ARE YOU *DOING* TO ME?!
GET OUT OF MY *HEAD!*
I'M NOT IN THERE, OTTO. BUT MY *MEMORIES* ARE!
OF COURSE! THE OCTOBOT *BEAMED* MY BRAIN PATTERNS INTO THIS BODY.
I MAY NEED A *DIRECT* LINK FOR A FULL TRANSFER, BUT A LINK *STILL* EXISTS...

...AND I KNOW *JUST* HOW TO USE IT!
WHATEVER THIS IS--IT WON'T WORK! THIS IS *MY* LIFE NOW!
EH- EXACTLY.
IT'S ALL FLASHING BEFORE MY EYES...
...AND I'M GIVING YOU A RINGSIDE SEAT!
GNH!
COOKED YOUR FAVORITE BREAKFAST, PETEY. WHEATCAKES.
DON'T FATTEN HIM UP *TOO* MUCH, DEAR.
A SPIDER! IT BIT ME! BUT WHY IS IT *BURNING* SO?
STOP! THIEF!
YOUR UNCLE HAS BEEN SHOT-- MURDERED.
THAT *FACE!* IT'S-- OH NO. IT *CAN'T* BE!

STOP! I DON'T WANT THIS! I--
YOU WANTED TO BE SPIDER-MAN. WELL GUESS WHAT? IT'S MORE THAN THE POWERS.
NO. YOU WON'T.
I'LL-- KILL-- YOU!
BECAUSE YOU KNOW HOW VALUABLE LIFE IS.
AND WHAT A TRAGEDY IT IS--
--EACH AND EVERY TIME IT'S CUT SHORT.
PLEASE.
NO MORE. IT'S TOO MUCH. I CAN'T...
...CAN'T GO ON.

YES. YOU *CAN.*
YOU'D BE SURPRISED HOW MUCH YOU *CAN* DO.
HOW MANY THINGS ARE *WORTH* FIGHTING FOR.
NO! THIS--*EVERYTHING* YOU'RE SHOWING ME--
--IT'S *IMPOSSIBLE!*
I KNOW. BUT YOU DO IT ANYWAY.
AND I CAN SEE IT--
--I CAN *FEEL* IT. YOU WOULD DO IT ALL *AGAIN?!*
YES, OTTO.
EVEN *ME?* SAVING *MY* LIFE? EVEN WITH ALL THAT'S HAPPENED?!
YES!
IT'S WHO I--WE ARE.

EVERYONE HERE?
YES, MR. ROBERTSON. WE'RE GOOD.
ALL RIGHT, MODELL, LET'S GET YOUR KIDS TO A SAFE DISTANCE.
WE BYPASS SECURITY ON THE AVENGERS' ELEVATORS, AND WE'RE STILL "*KIDS*."
WHATEVER.
CARLIE! WHAT'S GOING ON DOWN HERE? IS SPIDER-MAN...?
HE'S FINE, MJ. OVER THERE, WITH DOC OCK. I THINK--
I THINK HE'S DYING.
HA! GOOD RIDDANCE!
CAN YOU HEAR THEM?
NO. THEY'RE TOO FAR AWAY.
WE HAVE TO GET--
EVERYONE, KEEP CLEAR!
I-I DON'T WANT THIS.
TELL ME. WHY DO I-- HOW CAN I DO THIS?
TOO LATE. CAREFUL WHAT YOU WISH FOR... SPIDEY.
BECAUSE YOU *HAVE* TO.
BECAUSE...
WITH GREAT POWER...

...MUST COME GREAT RESPONSIBILITY.
I UNDERSTAND.
YOU BETTER.
YOU'RE SPIDER-MAN NOW.
SPIDEY! BE CAREFUL!
MJ? TH-THEY'RE ALL HERE. LET ME SEE THEM.
HERE.
PROMISE ME. YOU'LL KEEP THEM SAFE.
I... PROMISE.
HM. THAT'S ALL I...
...EVER--
PETER?

FAREWELL, PETER PARKER.
KNOW THIS, I WILL CARRY ON IN YOUR NAME.
YOU MAY BE LEAVING THIS WORLD, BUT YOU ARE NOT LEAVING IT TO A VILLAIN.
I SWEAR.
I WILL *BE* SPIDER-MAN.
BETTER YET, WITH MY UNPARALLELED GENIUS--
--AND MY BOUNDLESS AMBITION--
--I'LL BE A *BETTER* SPIDER-MAN THAN YOU *EVER* WERE. FROM THIS DAY FORTH, I SHALL BECOME...

...THE SUPERIOR SPIDER-MAN!

Chicago, Illinois.
ONCE UPON A TIME... IN THE FUTURE.
SO...WHAT'RE THE PLANS TONIGHT, BUDDY? WANNA GO OUT TO A MOVIE?
NUH-UH.
HOW 'BOUT WE SEND OUT FOR SOME PIZZA?
NOPE.
SO YOU'RE JUST GONNA SIT THERE ALL NIGHT PLAYING THAT GAME?
STEPHEN...?
WHAT?
WACK VANILLA
REMEMBER WHEN YOU WERE LITTLE AND WE'D SPEND WEEKENDS TOGETHER? I'D HAVE YOU UP HALF THE NIGHT TELLING YOU WILD STORIES.
THEN I'D PUT YOU T'BED AND YOU'D GIVE ME A KISS. "GREAT GRAN'PA MARTIN," YOU'D SAY. "YOU'RE THE BEST." AND THEN I'D--
PLEASE--
--I WAS A KID THEN. I'M ALMOST THIRTEEN NOW.
I DON'T NEED A BABYSITTER ANY MORE WHEN MOM GOES OUT OF TOWN ON BUSINESS.

HANG ON A MINUTE, BUDDY-- I'LL BE RIGHT BACK!
C'MON, C'MON--DODGE THAT PHOTON GUN AND--
♪TA-DAAAAA!♪
WHAT IS THAT?
AMAZING, ISN'T IT?
NOBODY IN THE WHOLE WORLD KNOWS ABOUT THIS, BUDDY--BUT IF THERE'S ANYONE I CAN TRUST WITH MY SECRET... IT'S YOU!
YOUR... SECRET?
THAT'S RIGHT, BUDDY. IT'S TIME FOR YOU TO KNOW THAT...BACK IN THE DAY...YOUR GREAT-GRAN'PA MARTIN--
--WAS THE ONE, THE ONLY... SPIDER--
PLOOOP
--MAN.
PLOPP

GOT IT ALL CLEANED UP.
IF I HAVEN'T USED THE WEB-FLUID FOR A WHILE IT TENDS TO GO KINDA...RANCID. BUT I'VE GOT A FRESH BATCH IN MY SUITCASE.
FACT IS, ONCE OR TWICE A YEAR I LIKE TO TAKE A SWING ACROSS THE CITY, FOR OLD TIMES' SAKE AND--
LOOK, I KNOW WE USED T'GOOF AROUND A LOT WHEN I WAS LITTLE--
--AND IT WAS FUN, TOO--BUT WE DON'T HAVE TO DO THAT ANY MORE.
SO COULD YOU JUST LET ME FINISH THIS GAME AND--
1000
Y'KNOW--
HEY!
I'M THE ONE WHO KEPT THIS FAMILY GOING AFTER YOUR DAD WALKED OUT.
I PRACTICALLY RAISED YOU WHILE YOUR MOTHER WAS BUSTING HER HUMP TRYING TO MAKE ENOUGH MONEY TO SURVIVE.
SO YOU TREAT ME WITH RESPECT, BUDDY--OR I'LL JUST HEAD BACK TO THAT ASSISTED LIVING DUMP I CALL HOME--
--AND WHEN YOUR MOM GETS BACK ON SUNDAY NIGHT--
--YOU CAN TELL HER WHY I'M NOT HERE.
SO--
--OKAY--
--TELL ME ABOUT WHAT IT WAS LIKE--

--WHEN YOU WERE *SPIDER-MAN.*
WHAT WAS IT *LIKE...?*
"IT WAS LIKE A *DREAM.*
"THE WORLD WAS *DIFFERENT* THEN, BUDDY...CRAMMED *FULL* OF HEROES. HECK, BACK IN *NEW YORK* IT SEEMED LIKE THERE WAS A COSTUMED SUPER-TYPE ON EVERY *CORNER,* EVERY *ROOFTOP.*
"I'D GO SWINGING ACROSS THE CITY AND RUN SMACK INTO THAT *'GOD'* WITH THE HAMMER WHO TALKED LIKE A LOW RENT *SHAKESPEARE--*
"--OR *IRON DEVIL... THULK.* MAYBE EVEN *GENERAL AMERICA.*
"NO, *NO*--IT WAS COLONEL...*COLONEL* AMERICA.
"THERE WERE SO MANY, IT WAS HARD TO KEEP *TRACK.* AND SO MANY YEARS LATER? THEY ALL RUN *TOGETHER* IN MY MIND.
"BUT I'LL TELL YOU THIS, BUDDY: THEY WERE *GREAT* MEN AND WOMEN, EVERY LAST *ONE* OF 'EM."
2375

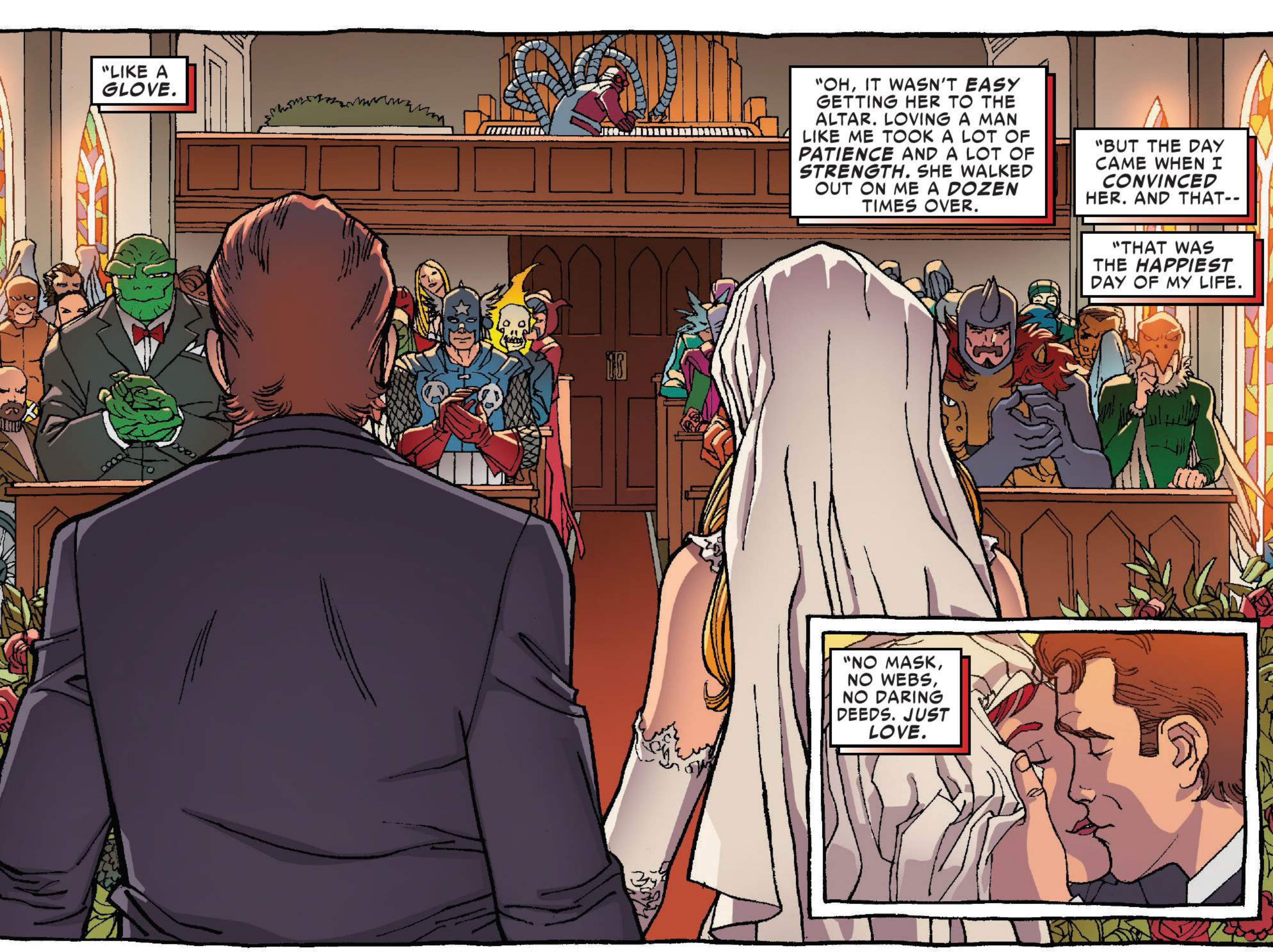
AND I WAS *PROUD* TO KNOW THEM.
BUT *SPIDER-MAN*...HE WAS *SPECIAL,* WASN'T HE?
SPECIAL? *NO.* THE *REST* OF 'EM WERE, FOR SURE. ME--
--I WAS JUST AN *ORDINARY* KID...IN AN *EXTRAORDINARY* CIRCUMSTANCE.
"ALTHOUGH...THERE *WAS ONE* THING I WAS GOOD AT: *SCIENCE.*"
"YOU STILL *ARE.* I ALWAYS GET *GREAT GRADES* ON MY PROJECTS 'CAUSE OF YOU."
"THAT'S HOW IT ALL *STARTED,* ACTUALLY--
"--AT A *SCIENCE EXHIBIT.*
"DON'T REMEMBER IF I WENT *ALONE* OR IF IT WAS A *SCHOOL TRIP.* BUT SOMETHING *HAPPENED* THAT DAY--
TOP SECRET SCIENCE EXPERIMENT! -OUT! THIS ANS YOU!
TOP SECRET SCIENCE EXPERIMENT! THIS
"--THAT CHANGED *EVERYTHING.*"
RADIOACTIVE
DON'T TOUCH
THIS MEANS YOU!

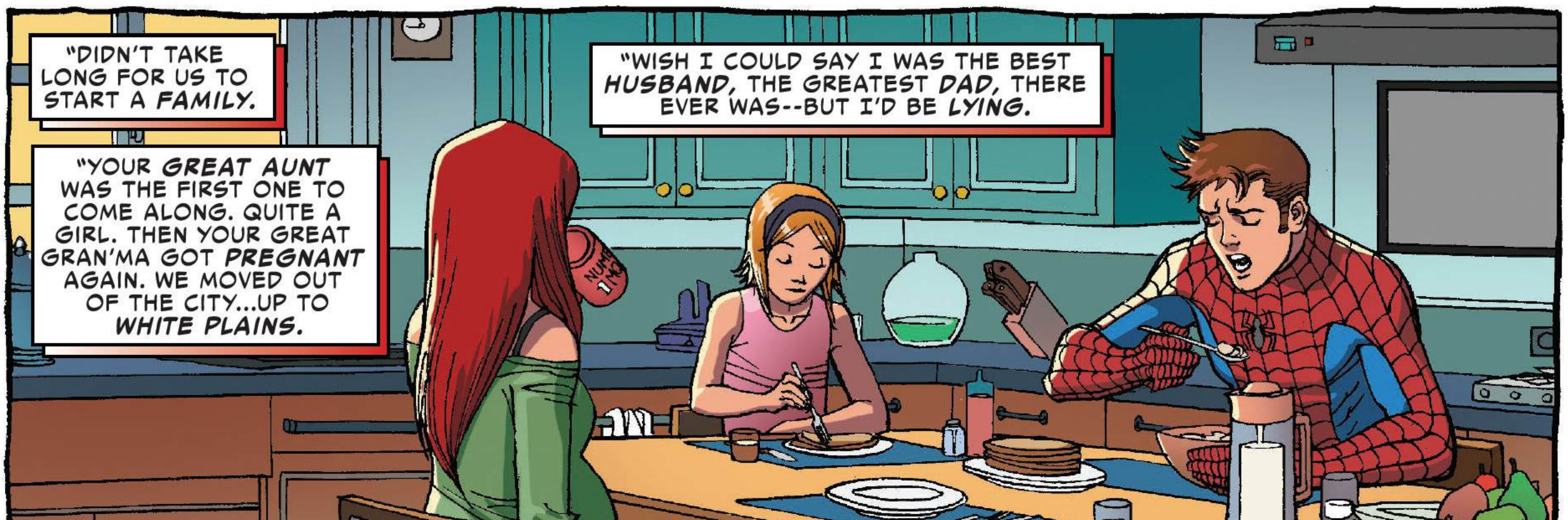
"A *RADIOACTIVE SPIDER*, CAN YOU BELIEVE IT? TO THIS DAY I DON'T KNOW IF WHAT CAME NEXT WAS THE *BEST* THING THAT EVER HAPPENED TO ME--
"--OR THE *WORST*.
"THE WAY I FIGURE IT, THAT BITE CHANGED THE *CHEMICAL BALANCE* IN MY BLOOD.
"GAVE ME THE PROPORTIONATE SPEED, *STRENGTH AND AGILITY* OF A *SPIDER*. WASN'T LONG BEFORE I--"
BWAH-HA-HA-HA!
WHAT'S THE *JOKE*?
YOU'RE SAYING THAT YOU WERE BITTEN BY A-- *RADIOACTIVE SPIDER*?
YEAH. *SO...*?
THAT WOULDN'T GIVE YOU *SUPER-POWERS*--THAT'D GIVE YOU *CANCER*!
YOU GONNA *MOCK* ME...OR YOU GONNA *LISTEN*?
OKAY.
BUT YOU'VE GOTTA ADMIT-- IT *DOES* SOUND KINDA *FUNNY*.
FUNNY T'*YOU*, MAYBE. BUT THIS IS *EXACTLY* THE WAY IT HAPPENED. OR AT LEAST--

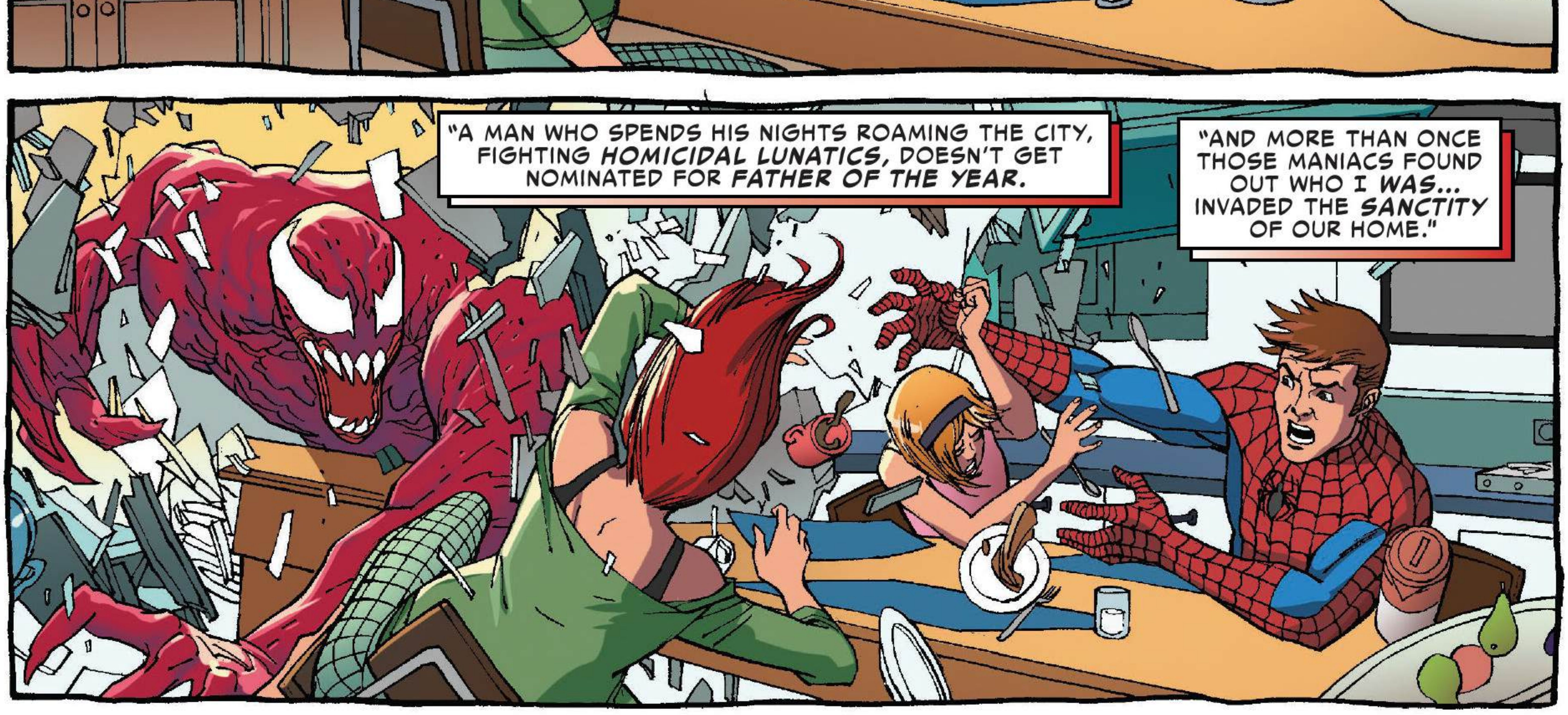
"--IT'S THE WAY I *REMEMBER* IT.
"NEXT FEW YEARS WERE *INCREDIBLE.* SEEMS LIKE EVERY FIVE MINUTES ANOTHER NUT-JOB *VILLAIN* WOULD SHOW UP--
"--OUT TO RULE THE WORLD OR STEAL SOMEBODY'S PURSE OR *WHATEVER*--
"--AND I'D HAVE TO KICK HIS BUTT STRAIGHT INTO *PRISON.*"
"WEREN'T YOU *SCARED?*"
"TO THE *BOTTOM OF MY SOUL.* BUT I'LL TELL YOU SOMETHING *ELSE*: I'D NEVER HAD MORE *FUN*...NEVER FELT MORE *ALIVE*--"

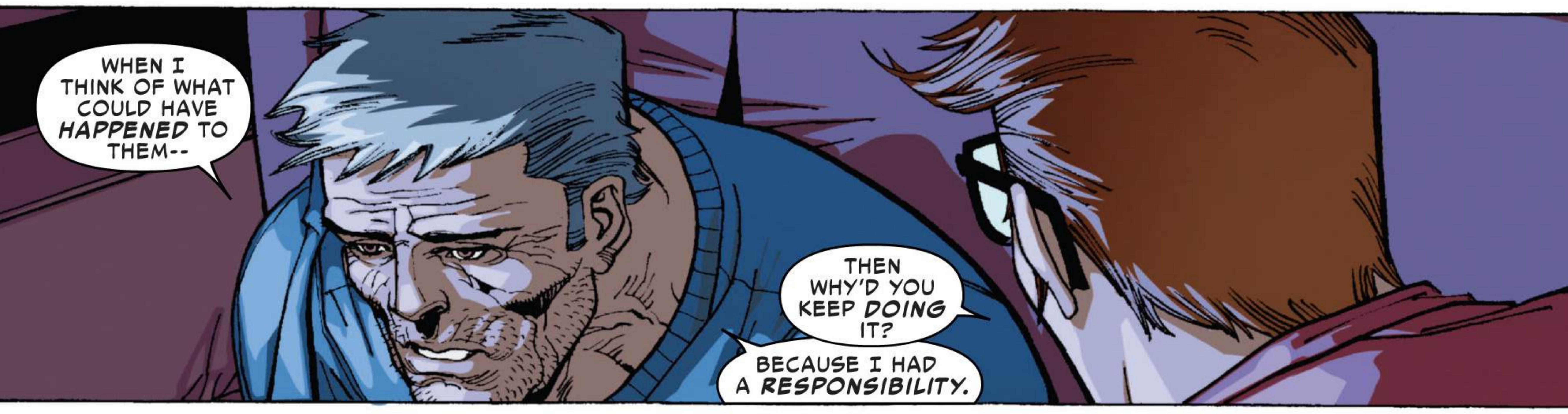
--THAN WHEN I WAS WEARING THE *MASK* AND *SPINNIN'* THE WEBS.
BUT YOU DON'T BELIEVE *ANY* OF THIS--DO YOU, STEPHEN?
WELL...
I MEAN... WHAT'S THE *DIFFERENCE?* IT'S A *GOOD STORY,* RIGHT?
A GOOD *STORY?*
IF ONLY IT *WAS* JUST A STORY.
"AND THEY ALL LIVED HAPPILY EVER AFTER." WOULDN'T *THAT* BE GREAT.
HEY, IF THIS IS...Y'KNOW... *UPSETTING* YOU, WE DON'T HAVE TO--
WE *DO* HAVE TO!
I HAVE TO *TELL* IT. AND YOU--
"YOU HAVE TO *UNDERSTAND.*
"THERE WAS *JOY* IN BEING SPIDER-MAN...NO DOUBT ABOUT THAT...BUT IT WASN'T A *GAME.* 'WITH GREAT *POWER* THERE MUST ALSO COME GREAT *RESPONSIBILITY.*'
"SOMEONE I *LOVED,* STEPHEN... LOVED MORE THAN *ANYTHING--*
EN
KER
"--HAD TO *DIE* TO TEACH ME THAT.
"AND, AS THE YEARS PASSED...PEOPLE KEPT *ON* DYING. I SWEAR, SOMETIMES IT SEEMED THAT ANYONE WHO GOT CLOSE TO ME WAS *CURSED.* THAT--"

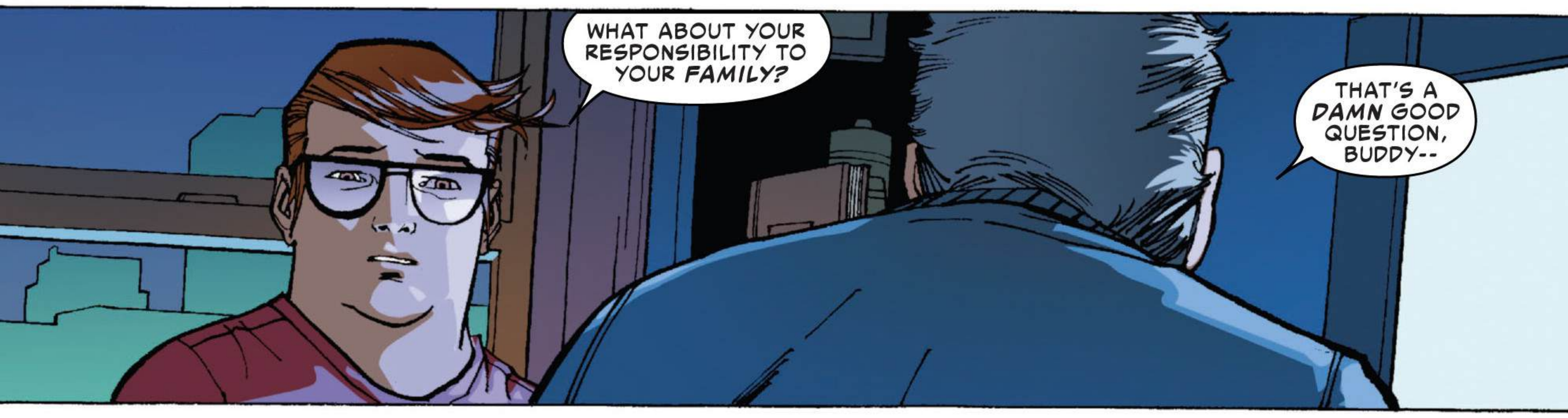
LOOK...I...I KNOW HOW YOU *FEEL.* MOM AND ME... WE'RE THE ONLY ONES YOU'VE GOT LEFT IN THE *WORLD* AND--
NO, YOU DO *NOT* KNOW HOW IT FEELS!
AND I HOPE YOU *NEVER* KNOW WHAT IT'S LIKE TO OUTLIVE YOUR *WIFE,* YOUR *CHILDREN,* YOUR--
TELL ME ABOUT *GREAT-GRAN'MA.* HOW DID *SHE* FIT INTO ALL THIS?

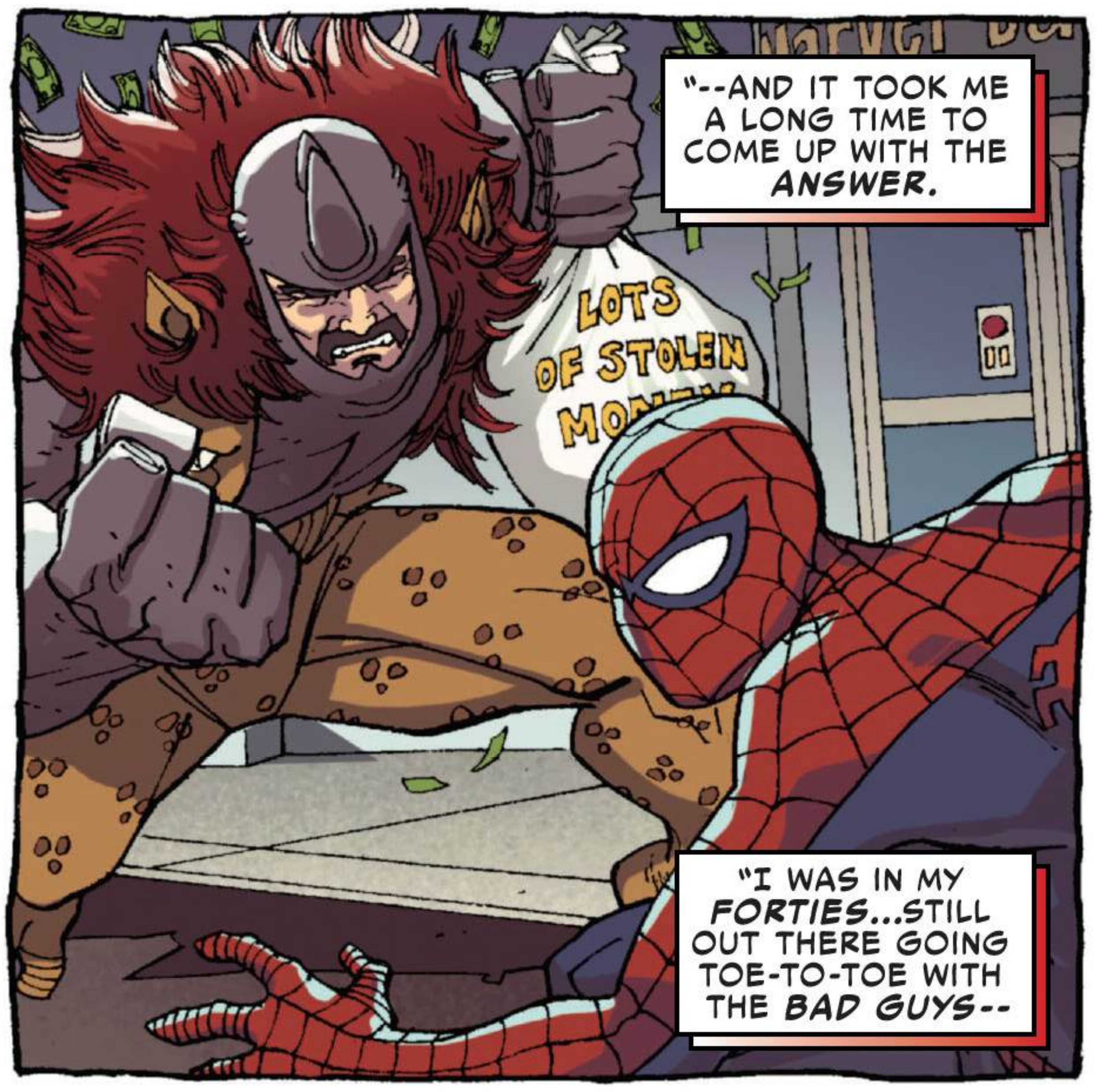

"LIKE A *GLOVE*.
"OH, IT WASN'T *EASY* GETTING HER TO THE ALTAR. LOVING A MAN LIKE ME TOOK A LOT OF *PATIENCE* AND A LOT OF *STRENGTH*. SHE WALKED OUT ON ME A *DOZEN* TIMES OVER.
"BUT THE DAY CAME WHEN I *CONVINCED* HER. AND THAT--
"THAT WAS THE *HAPPIEST* DAY OF MY LIFE.
"NO MASK, NO WEBS, NO DARING DEEDS. *JUST LOVE*.

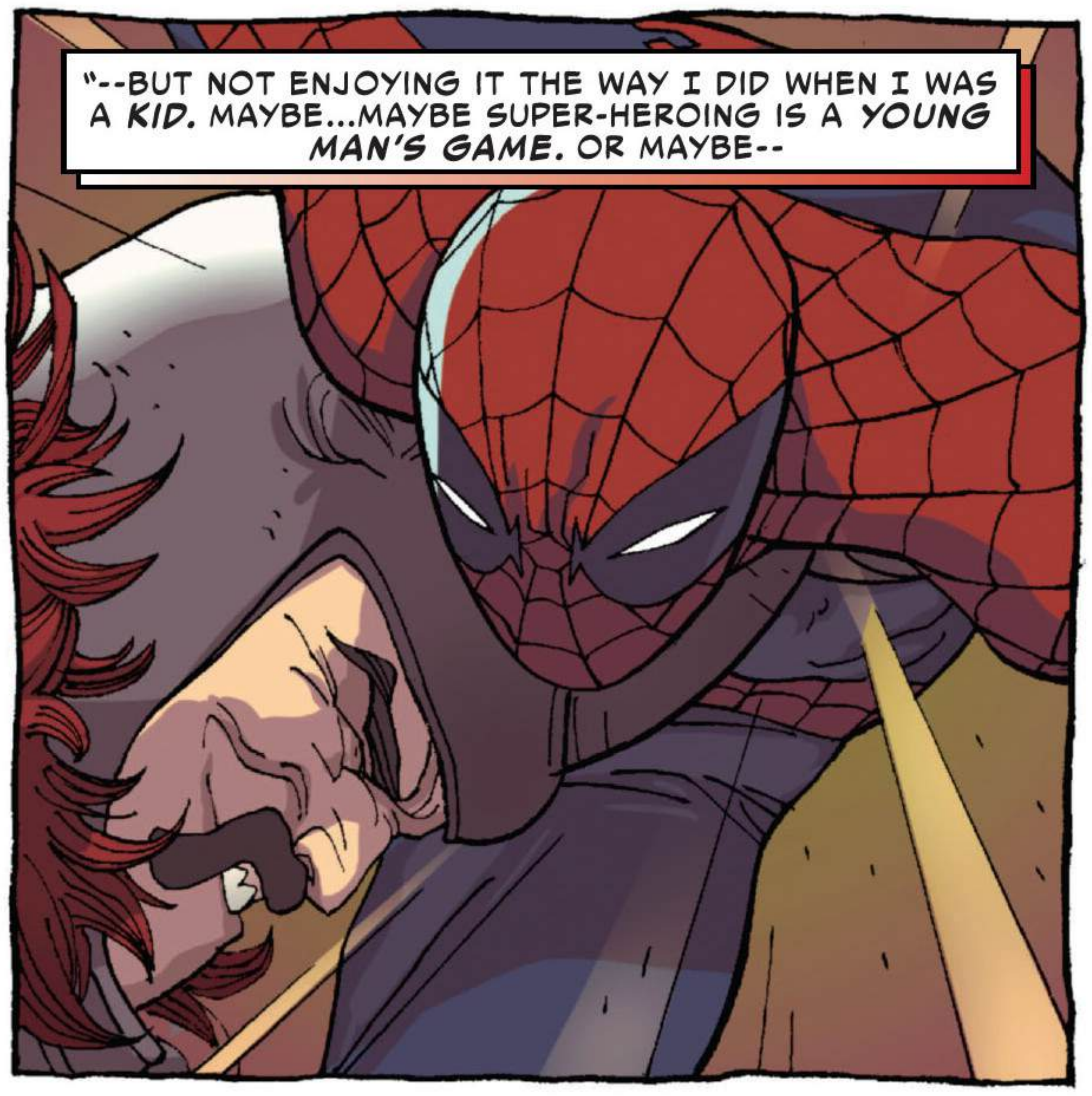

"DIDN'T TAKE LONG FOR US TO START A *FAMILY*.
"*YOUR GREAT AUNT* WAS THE FIRST ONE TO COME ALONG. QUITE A GIRL. THEN YOUR GREAT GRAN'MA GOT *PREGNANT* AGAIN. WE MOVED OUT OF THE CITY...UP TO *WHITE PLAINS*.
"WISH I COULD SAY I WAS THE BEST *HUSBAND*, THE GREATEST *DAD*, THERE EVER WAS--BUT I'D BE *LYING*.

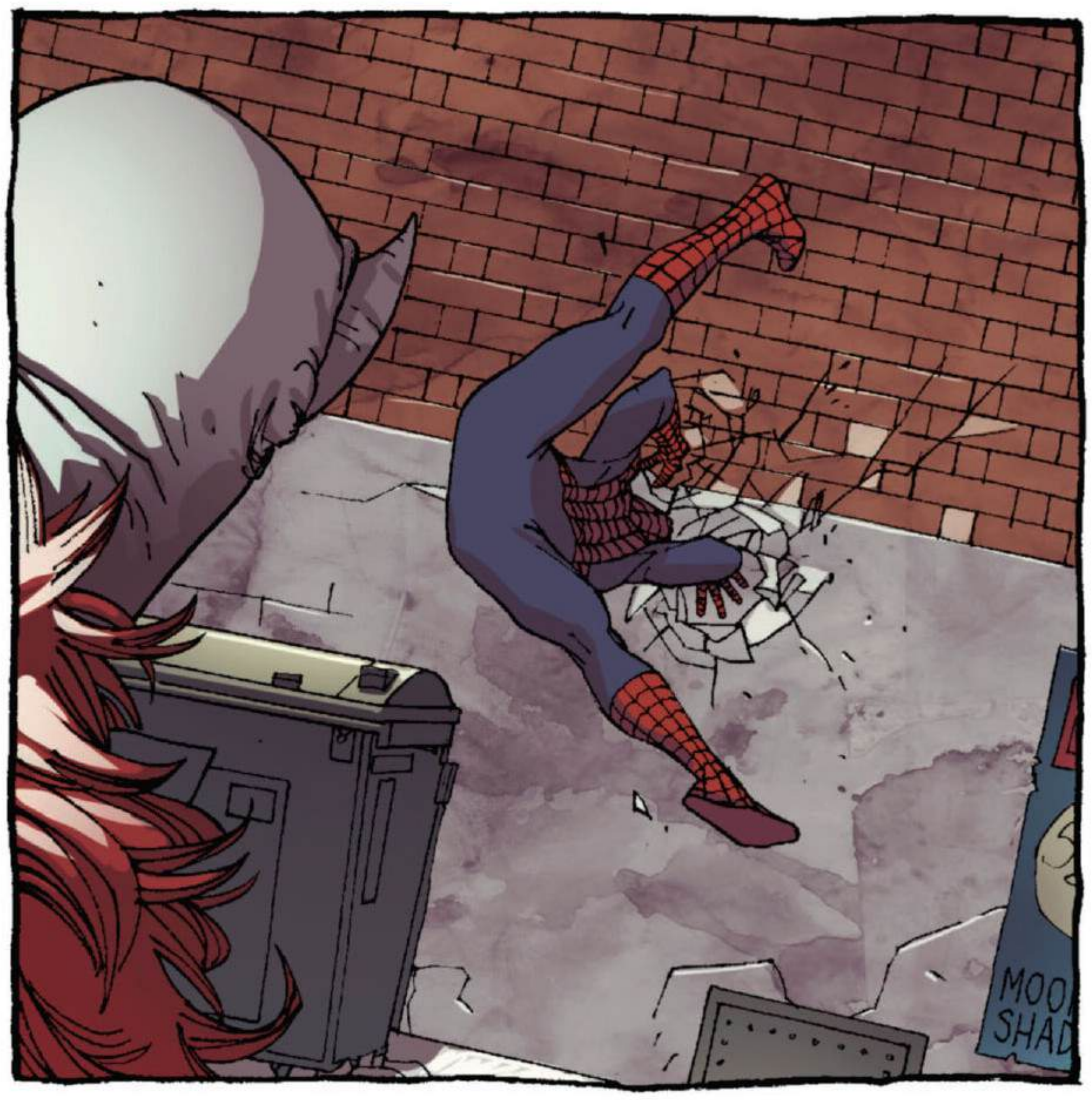

"A MAN WHO SPENDS HIS NIGHTS ROAMING THE CITY, FIGHTING *HOMICIDAL LUNATICS*, DOESN'T GET NOMINATED FOR *FATHER OF THE YEAR*.
"AND MORE THAN ONCE THOSE MANIACS FOUND OUT WHO I *WAS*... INVADED THE *SANCTITY* OF OUR HOME."

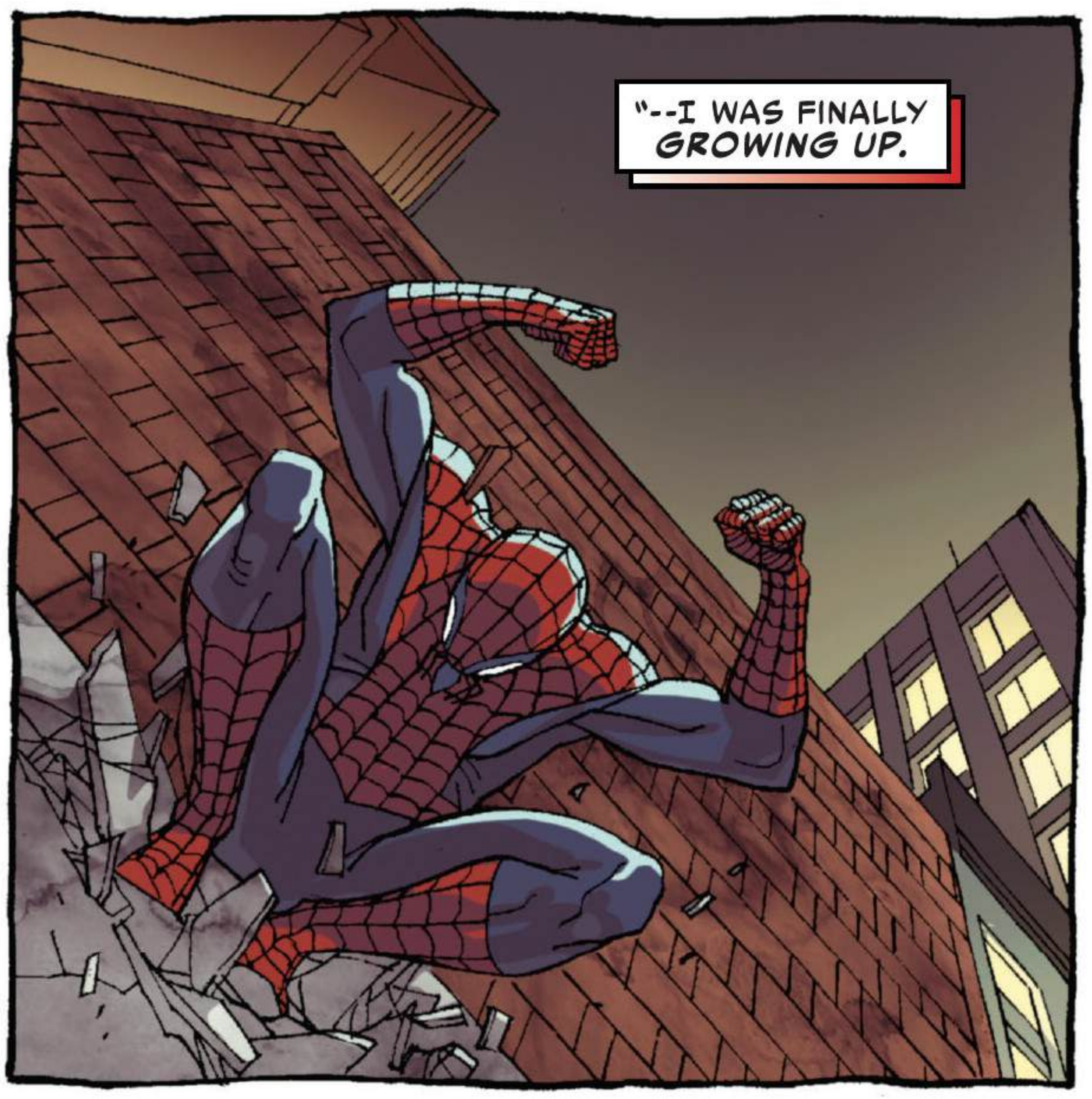

WHEN I THINK OF WHAT COULD HAVE *HAPPENED* TO THEM--
THEN WHY'D YOU KEEP *DOING* IT?
BECAUSE I HAD A *RESPONSIBILITY.*


WHAT ABOUT YOUR RESPONSIBILITY TO YOUR *FAMILY?*
THAT'S A *DAMN* GOOD QUESTION, BUDDY--


"--AND IT TOOK ME A LONG TIME TO COME UP WITH THE *ANSWER.*
LOTS OF STOLEN MON
"I WAS IN MY *FORTIES*...STILL OUT THERE GOING TOE-TO-TOE WITH THE *BAD GUYS*--


"--BUT NOT ENJOYING IT THE WAY I DID WHEN I WAS A *KID.* MAYBE...MAYBE SUPER-HEROING IS A *YOUNG MAN'S GAME.* OR MAYBE--


MOO
SHAD


"--I WAS FINALLY *GROWING UP.*

"EITHER WAY, I WAS RIGHT IN THE MIDDLE OF A LIFE-OR-DEATH BATTLE AGAINST *KRAVEN, THE RHINO* WHEN--"
"DON'T YOU MEAN KRAVEN, THE *HUNTER?*"
"HEY--IS THIS *YOUR* STORY OR *MINE?*"
"*SORRY.*"
"HE'D ROBBED A BANK--*AGAIN*--AND I WAS *POUNDING* THAT SUCKER INTO HAMBURGER. BUT WITH EVERY PUNCH--
"--IT FELT LIKE I WAS THE ONE BEING HIT.
"EVERY PUNCH TOOK ME FARTHER AWAY FROM MY *FAMILY.* AND IT SUDDENLY *HIT* ME:
"THERE WERE *DOZENS* OF SUPER HEROES OUT THERE WHO COULD TAKE ON THE KRAVENS OF THE WORLD--
"--BUT ONLY *ONE MAN* WHO COULD BE THERE... *REALLY BE THERE...* FOR MY WIFE AND KIDS. AND WASN'T THAT--
"--THE *GREATEST* RESPONSIBILITY OF ALL?"

"IN THAT MOMENT I KNEW IT WAS TIME TO WIPE THE SLATE CLEAN AND BEGIN A *NEW LIFE.*
"AND I KNEW *JUST* WHERE TO START.
"THERE WAS A MAN WHO RAN A SUPER-SECRET *SPY ORGANIZATION* CALLED...WELL, HONESTLY, I CAN'T REMEMBER *WHAT* THEY WERE CALLED.
"BUT THE GUY'S NAME WAS *FURY.* AND HE WAS *BLIND AS A BAT.*
"NO, NO--*WAIT* A MINUTE. NOT BLIND. HE HAD AN *EYEPATCH.* OR MAYBE HE *WAS* BLIND. Y'KNOW, I--"
"DOES IT *MATTER?"*
"GUESS *NOT,* BUDDY. WHAT MATTERS IS I KNEW THAT IF *ANYONE* COULD HELP ME ERASE MY OLD LIFE, FURY WAS THE *ONE.*
"HE DIDN'T *BELIEVE* ME AT FIRST--
"--BUT I *CONVINCED* HIM.
"PRETTY SOON WE PACKED THE FAMILY UP, LEFT NEW YORK BEHIND--AND STARTED OVER IN *GLENVIEW,* JUST OUTSIDE *CHICAGO.*
"NEW HOME, NEW IDENTITIES--AND *SO MANY YEARS* STRETCHED OUT IN FRONT OF US.
"BUT, AS A GREAT POET ONCE SAID: '*TIME IS A JET PLANE*'--
"--AND HE WAS *RIGHT."*

WE THINK IT'LL ALL GO ON *FOREVER.* WE THINK WE'LL NEVER *LOSE* THE PEOPLE WE LOVE. AND THEN, *JUST LIKE THAT,* IT ALL VANISHES--
--*LIKE A DREAM.*
BUT A *GOOD* DREAM, I THINK. A *VERY* GOOD DREAM.
STILL DON'T *BELIEVE* ME, *DO* YOU?
I'D--
I'D SURE *LIKE* TO.
TELL YA *WHAT,* BUDDY--
HOW 'BOUT WE GRAB OURSELVES A COUPLE OF BOWLS OF *VANILLA SWISS ALMOND*--
"--AND THEN CALL IT A *NIGHT?*"
OFF TO *BED?*
YEAH.
UH... *GREAT-GRAN'PA MARTIN...?*
UMMM...?
YOU'RE THE *BEST.*
VANILLA SWISS ALMOND
VANILLA SWISS ALMOND

TAP-
TAP-
TAP
TAP-
TAP-
TAP
TAP-
TAP-
TAP

SPIDER-DREAMS

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Some adorably long time ago...
HEY, NICE PICTURE. ILL-GOTTEN *GAINSBOROUGH?*
YOU'RE LATE.
WHICH WOULD YOU LIKE--LENGTHY *EXCUSE*--
--OR *FLOWERY* APOLOGY?
SWEET. WISH I KNEW WHICH BOX MY *VASES* ARE IN.
LIKE MY NEW PLACE?
OTHER THAN THE *ART* THAT PROBABLY SHOULDN'T *BE* HERE?
AVENGERS ALERT
YEAH, IT'S-- OH *MAN!* NOT *NOW!*
I'LL BE *RIGHT* BACK, I *SWEAR!*
DON'T *GO* ANYWHERE, DON'T *STEAL* ANYTHING, JUST--
THWIPP
CRIME NEEDS FIGHTING--I *GET* IT. GO ON, *SCOOT!*

Date Night

Another Black Cat Storybook Adventure!

by Jen Van Meter and Stephanie Buscema

Chris Eliopoulos letterer
Ellie Pyle assistant editor
Stephen Wacker editor

YOU'LL BE HERE WHEN I GET BACK?
PROMISE!
BUT IF YOU THINK I'M SITTING HERE WAITING, YOU'RE CRAZY.
PRETTY SURE SPIDEY-KINS CAN HANDLE THAT ON HIS OWN...
=KRCH= SPIDER-MAN SPOTTED IN EAST FORTIES. PROPERTY DAMAGE, TRESPASSING.
ALL UNITS BE ADVISED, MAYOR'S OFFICE HAS MADE THIS ARREST A PRIORITY.
...BUT IT WON'T BE EASY WITH THE POLICE HOUNDING HIM.

YOU'LL THANK ME *LATER*, SPIDER. *IF* YOU EVER FIND OUT.
EVENING, OFFICERS! CAN I INTEREST YOU INSTEAD IN A *BURGLARY* IN *PROGRESS*?
YOU WOULDN'T WANT TO MISS OUT, *RIGHT*?
MIGHT BE A *FIRST* FOR ME--
SURE, I'VE BEEN *CHASED* BY THE *POLICE* PLENTY OF TIMES...

...BUT *NORMALLY*, I'D BE TRYING TO *LOSE* THEM.
DATE NIGHT
DOUBLE FEAT
GREAT MOVIE! I HOPE NO GIANT ROBOT ATTACKS US ON THE WAY HOME!
LOOKS LIKE I'M *TIMING* IT RIGHT *SO* FAR.
DOUBLE FEATURE
SHE'S HEADING INTO THE *THEATER!*
CIRCLE AROUND, COVER THE *EXITS!*
GOOD. THEY'RE *STILL--*
SHOWING
WHAT THE--?
FELICIA HARDY!
Matinee
REED, LOOK WHO'S *HERE!*
THAT'S GREAT! SUE, HONEY, I NEED MY WALLET TO REAPPEAR.
YOU'RE SURE IN A HURRY-- SOME KIND OF *TROUBLE?*
OH, NO, JUST--*YOU* KNOW.
Eeek! MIDNIGHT
OUT FOR A *RUN*. I'LL, UH--*SEE* YA!

THAT WAS A SURPRISE. I'M SURE THE FANTASTIC FOUR WOULD HAVE OFFERED TO HELP OUT...
ALL UNITS--IS THE SUBJECT STILL INSIDE?
NOTHING BACK HERE. OVER.
...BUT SOMETIMES HE LIKES TO DO THIS SORT OF THING ON HIS OWN.
HEY GUYS, I'M UP HERE! TRY AND KEEP UP, WILL YA?
AND BESIDES-- INTERRUPTING ONE DATE SHOULD BE ENOUGH FOR ANY ROBOT MONSTER.
HEY, CAT! YOU LOOKING FOR US? SOMETHING BIG GOING DOWN?
TRUER WORDS WERE NEVER SPOKEN. BUT SPIDER-MAN'S ALL OVER IT.
I'M JUST KEEPING THE BOYS IN BLUE FROM HASSLING HIM.
SURE ANT-MAN AND WASP CAN'T HELP?
SHE'S SURE, HONEY.
BUT IF YOU JUST WANT TO KEEP THEM BUSY...

"...LEAD THEM THROUGH THE *PARK*."
NOT MUCH FARTHER *NOW*, FOLKS! STAY *WITH* ME--
AW, SO SWEET! MUST BE SOMETHING IN THE AIR TONIGHT!
WE'RE SO *GOOD* TOGETHER... I DON'T KNOW *WHAT* I'D DO *WITHOUT* YOU!
EVENING, MISTER JAMESON. SOME *DATE* YOU'VE GOT THERE!
DON'T EVEN *THINK* ABOUT IT, THIEF. SHE'S *SPOKEN* FOR!
YOU MAKE A VERY CUTE COUPLE.
TO EACH HIS *OWN*, I ALWAYS SAY.
SHOULDN'T BE *TOO* MUCH LONGER, MAYBE *ONE* MORE STOP.

'KAY FELLAS, HERE COMES THE BIG *FINALE*--
--BREAKING *AND* ENTERING...
...AT THE *SAME TIME!*
KRSHHH!
IF YOU STEP THIS WAY, YOU'LL SEE THE EAST GALLERY BOASTS A *FINE* COLLECTION OF VICTORIAN *PORTRAITS* AS WELL.
NOW, IF YOU'LL ALL FOLLOW ME--
ANY SIGN OF WHAT SHE'S *AFTER?*
I SAY SHE'S GONE *NUTS.* THINK SHE'S *DANGEROUS?*
HASN'T TOUCHED A *THING,* CAPTAIN. PRETTY *SURE* IT'S A WILD GOOSE CHASE.
WELL, IF YOU'RE GOING TO BE LIKE *THAT* ABOUT IT, *FINE.* I DON'T WANT *PLAY* ANYMORE, *ANYWAY.*
I'LL JUST TAKE *THIS...*

"...AND GO *HOME*."
HEY--NICE *VASE*.
THANKS. I *JUST*...FOUND... IT.
HOW'D IT *GO*?
ARE YOU KIDDING? I *LOVE* GIANT ROBOTS!
BUT IT REALLY GOT FUN ONCE THE *POLICE* STOPPED CHASING ME.
THANKS FOR *WAITING*, CAT. ARE YOU READY TO GO?
YOU BET! AND I HAVE THE *PERFECT* PLAN--
--A ROMANTIC MOVIE, DINNER AND THE *BEST* JAZZ TRIO IN TOWN.
I KNOW THE SWEETEST LITTLE PATIO WITH A TABLE FOR TWO!
AND NO MATTER WHAT...
...*NO* GIANT ROBOTS!
End.

SUPERIOR *Spider-Man #1* “HERO OR MENACE?”

I'VE COME TO SAY GOODBYE TO MY OLD LIFE.
A LIFE WASTED ON VILLAINY AND FAILED SCHEMES.
A MAN WHOSE **SOLE** VICTORY WAS CHEATING DEATH...
...BY SWITCHING PLACES WITH HIS GREATEST ENEMY.
OTTO OCTAVIUS
FAREWELL, "OTTO OCTAVIUS."
FROM NOW ON, MY NAME IS ***PETER PARKER***.
OFFICERS DOWN AT EMPIRE STATE UNIVERSITY!
WE'RE UNDER HEAVY FIRE! REPEAT: OFFICERS DOWN!
AND FROM THIS POINT ON--***I AM SPIDER-MAN***.

BOOM
THE SCIENCE BUILDING ON 11TH AND GREENWICH!
WE NEED ADDITIONAL BACKUP! HURRY!
MARLA JAMESON
AND DON'T SEND MORE OF THOSE ARMORED SUPER-COPS! THEY'RE *USELESS!*
THE PERPS HERE HAVE RAY-GUNS AND *BOOMERANGS*. YEAH, YOU HEARD ME...
MARLA JAM
"...EXPLODING BOOMERANGS!"
SPEED DEMON, KEEP THIS EXIT CLEAR.
HEARD YOU. DID IT. DOING IT AGAIN.
WHAT NEXT?
SHOCKER, COVER HIM.
LIVING BRAIN AND BEETLE... *STATUS.*
WHRR--CLICK. OBJECTIVE COMPLETE.
BAROMETRIC OSCILLATOR ACQUIRED.
WE GOT YOUR DINGUS, BOSS.
NOW CALL IN YOUR WHEELMAN AND LET'S GET OUT OF HERE.

THAT'S "BIG" WHEELMAN TO YOU, LADY.
RRRMMM
HOLY--
YOINKS!
YOU'RE AN IDIOT, OVERDRIVE. Y'KNOW THAT?
WHO PIMPS OUT THE BIG WHEEL AND USES IT AS A GETAWAY CAR?
I DUNNO. MAYBE SOMEONE WHO WANTS THE COOLEST GETAWAY CAR EVER?
ENOUGH, YOU TWO. BACK TO BASE. YOU ALL DID GOOD.
LOOKS LIKE WE CAN CHALK THIS UP AS THE FIRST OF MANY VICTORIES FOR THE ALL-NEW SINISTER SIX!
UNBELIEVABLE!
WHO--?
OF ALL THE UNMITIGATED GALL!

WELL, I GUESS THEY'RE LETTING ANYONE CALL THEMSELVES THE SINISTER SIX THESE DAYS.
MARVEL COMICS PRESENTS:
THE SUPERIOR SPIDER-MAN
IN
HERO OR MENACE?

LET'S SEE. OVERDRIVE: PATHETIC.
BOOMERANG AND SHOCKER: JOKES.
HEY!
THE LIVING BRAIN: ARCHAIC.
BUT *YOU?* YOU'RE A *NEW* BEETLE. A RANDOM ELEMENT.
AHH!
SWAK
I *DESPISE* RANDOM ELEMENTS.
HMM. ARCHAIC, BUT WITH A TRI-TITANIUM SHELL. COULD BE A PROBLEM.
WHRR-CLICK-ICK--SUPERIOR FORCE! EVADE!
SHOW *YOU* WHO'S A JOKE! SUCK ON THIS, WEBS!
ELECTRO-RANG!
THAT REALLY FRICKIN' HURT, YOU SON OF A--
AND PROBLEM SOLVED.
HOW INCREDIBLY PREDICTABLE.
WHOOM
WHRR--CLICK-ICK--OW!
QUERY: WHY WAS UNIT PROGRAMMED WITH *PAIN RECEPTORS?*
WHYYYYY?

ONE DOWN. THIS SHOULDN'T TAKE LONG--
JUST WHAT *I* WAS THINKING!
AH. JAMES SANDERS, THE ***SPEED DEMON***. THIS COULD BE A--
HE'S FAST.
FASTER THAN MY SPIDER-SENSE.
THOK
HUNDREDS OF BLOWS IN A FRACTION OF A SECOND.
MORE THAN I'VE ***EVER*** BEEN HIT IN MY ENTIRE LIFE.
THUK
ENOUGH!
WHAT ARE YOU--?
THWIP
JAMES
I'M DONE HERE!
THAT'S *IT?!* HE'S *RABBITING?* OH NO YOU DON'T!
NITRO-RANG!
CAN'T BELIEVE PARKER PUT UP WITH THIS.
THE MAN MUST HAVE BEEN ***INSANE***.

HMM.
TRUE. WITH THESE POWERS MOST THREATS ARE EASILY AVOIDED...
VOOOOOO
...IT'S STILL NOT WORTH RISKING MY--
UH-OH...
BOOM
WHY ON EARTH DID I DO THAT?
RAZORANG!
NO. WAIT. SOME THINGS YOU GOTTA DO UP CLOSE AND PERSONAL.

AHHK--
ZZIK
ZZIK
SHHRIPP...
YOWW!
WHA?!
SINCE WHEN DOES SPIDER-MAN DO THAT?!
SCREW THIS! WE GOT WHAT WE WERE AFTER! TIME TO BAIL!
NYPD
NYPD
RRRMMM
OW.
YOU-- YOU SAVED ME!
SO IT SEEMS.
I'M ALIVE!
YES. AND I'M SO GLAD I TOOK THE EFFORT TO PRESERVE SUCH A MASTER OF THE SELF-EVIDENT.
WHA?
POLICE

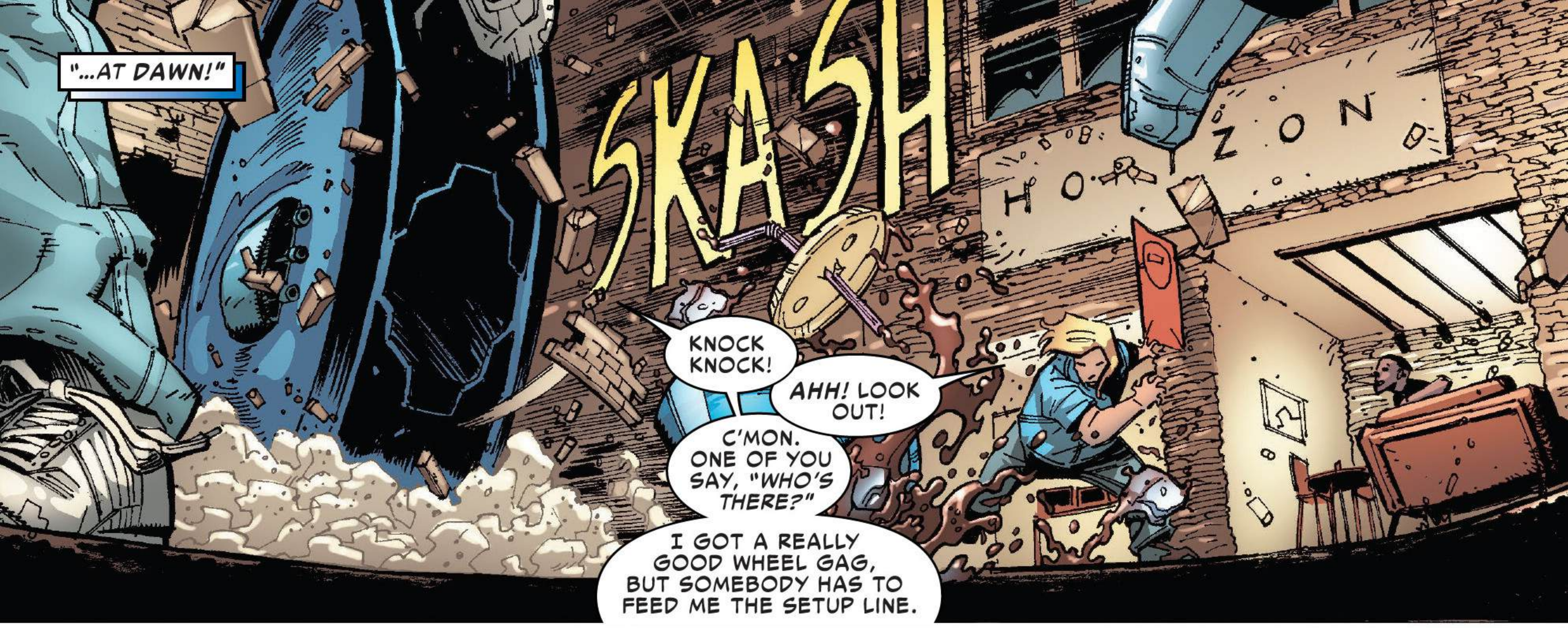
WE ALL SAW WHAT YOU DID BACK THERE, WALL-CRAWLER.
AND YOU SHOULD KNOW ALL THE BOYS HERE ARE GRATEFUL.
I--I APPRECIATE THAT.
THERE'S ANYTHING YOU NEED, YOU JUST ASK, OKAY?
MAR LA AMESON
ACTUALLY, OFFICER, I COULD USE *THAT.*
THEIR FALLEN AUTOMATON.
THAT BIG, GREEN BAG A' BOLTS? LET ME RUN IT BY THE CHIEF.
GOOD. AND WHEN YOU CAN...
"...HAVE IT DELIVERED TO HORIZON LABS.
"I HAVE AN *'ASSOCIATE'* THERE WHO CAN STUDY IT AND PUT IT TO GOOD USE."
DOLTS!
CAREFUL WITH THAT.
HORIZON
PETE, I JUST HEARD. THEY SAY YOU--*OH! MY! GOD!* IT'S TRUE!
YOU'VE GOT *THE LIVING BRAIN!* THAT'S LIKE THE SUPER NINTENDO OF ROBOTS!
DUDE! LET ME HELP YOU WITH THAT!
ACCESSING PARKER'S MEMORIES...
GRADY SCRAPS. ONE OF MY CO-WORKERS.
A GOOD-NATURED OAF. PRONE TO MISTAKES.
NO. I DON'T THINK SO.
GRADY? I HEARD PETER'S ON SITE. HAVE YOU SEEN HIM?
YEAH, MAX. IN HIS LAB.
BOGARTING THE LIVING BRAIN.

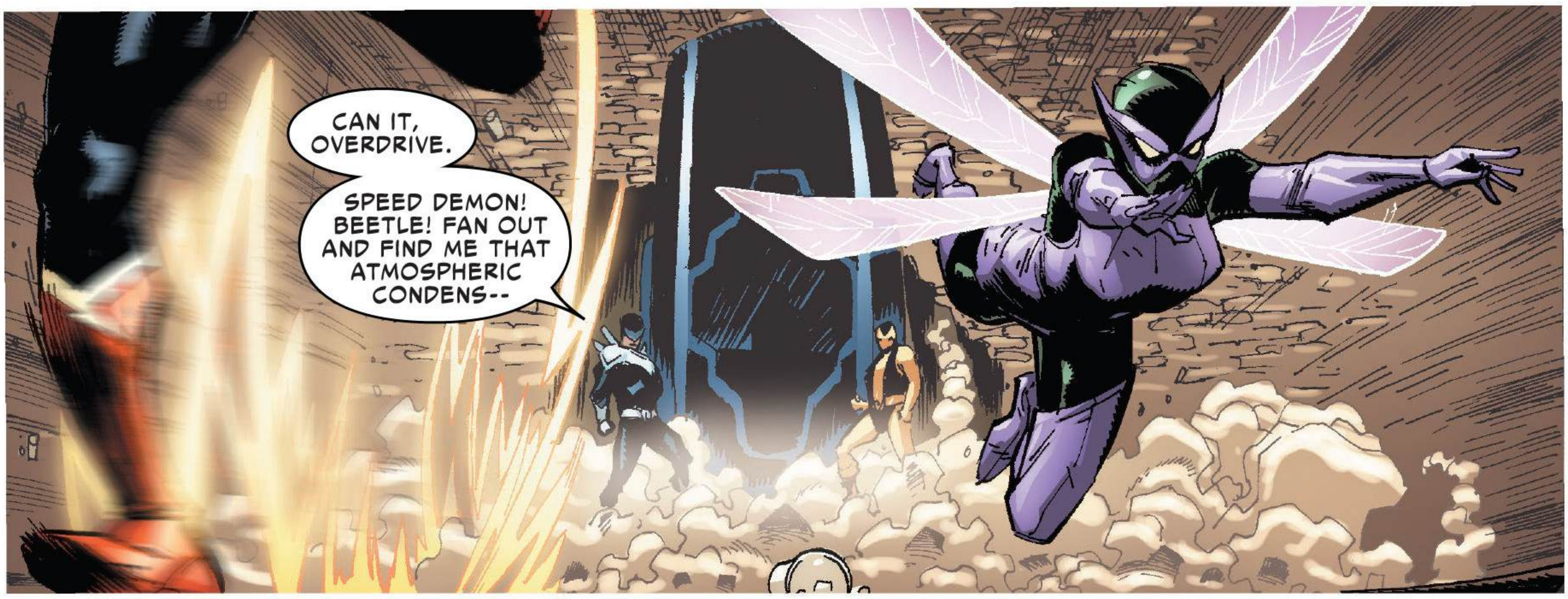
WHERE ARE YOUR MEMORY FILES?
I MUST LEARN ALL I CAN ABOUT THIS NEW "*SINISTER SIX.*" ALL OF THEIR STRENGTHS...
...AND WEAKNESSES.
PETER? CAN I HAVE A WORD WITH YOU?
IF YOU MUST, MODELL. BUT I AM VERY BUSY.
AH. YES. HELPING SPIDER-MAN AGAIN.
IT'S ABOUT THAT.
THE MORE I THINK ABOUT WHAT YOU DO HERE...
...YOU'RE BUILDING ***WEAPONS.*** YES, THEY'RE FOR SPIDER-MAN. YES, THEY'RE FOR ***GOOD.***
BUT I NEVER INTENDED FOR MY COMPANY TO BE--
SO GROUNDBREAKING?
WHAT?
YOU'RE A MAN OF SCIENCE, MAX. TELL ME. TRUE OR FALSE.
THE ***GREATEST*** ADVANCEMENTS IN TECHNOLOGY ARE MADE DURING ***WARTIME.***
TRUE. BUT...PETER, SOME OF THE EQUIPMENT AND MATERIALS YOU'VE BEEN REQUESTING...
...THEY COULD BE USED TO MANUFACTURE HIGH YIELD ***EXPLOSIVES,*** LETHAL BIOLOGICAL AGENTS, TERRIFYING INSTRUMENTS OF--
MAX MODELL. YOU ***KNOW*** ME. DOES THAT REALLY SOUND LIKE SOMETHING ***I*** WOULD DO?
WELL, NO. OF COURSE NOT. BUT--
HERE! THIS IS JUST A ***FEW*** OF THE MANY ***PEACEFUL*** APPLICATIONS OF THE NEW TECHNOLOGIES I'M EXPLORING. FOR HORIZON. FOR ***YOU.***
OH MY.
THESE ***ARE*** REVOLUTIONARY!

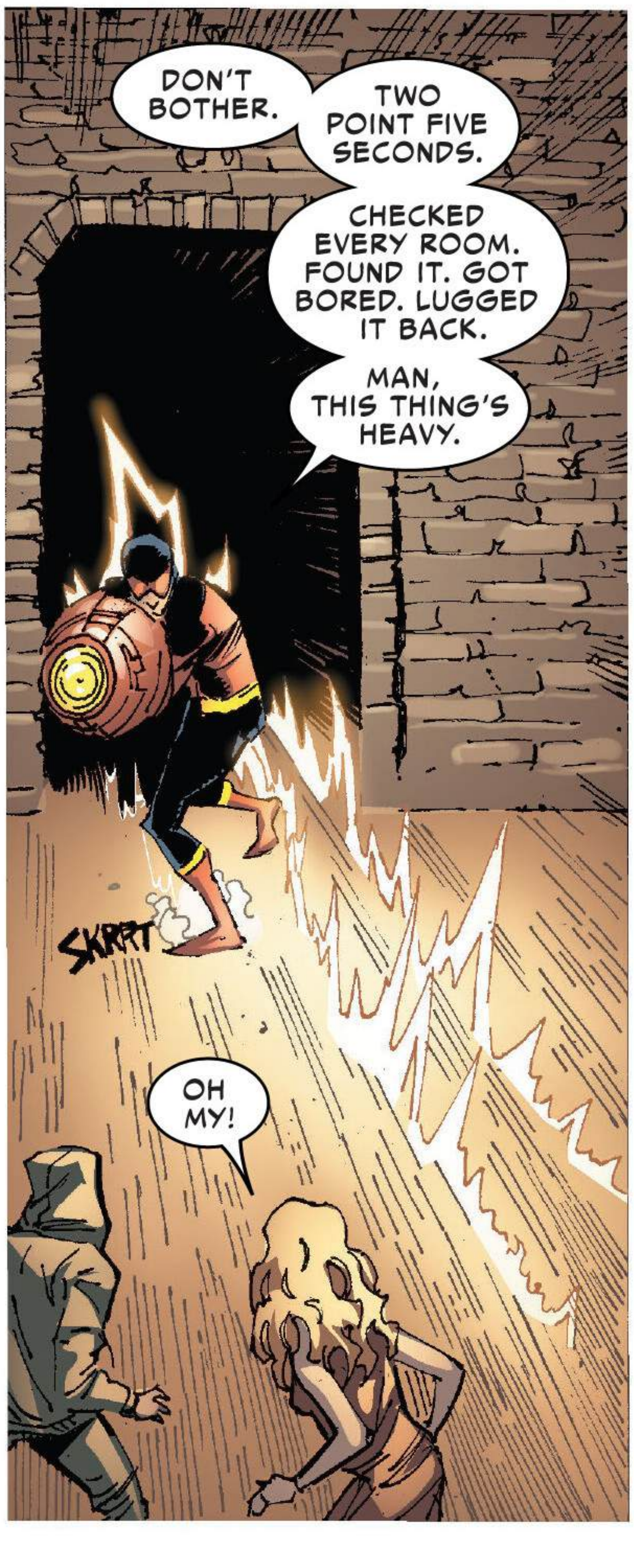
OF COURSE THEY ARE.
WOULD YOU EXPECT ANY LESS FROM *ME?*
HEAVENS NO. CARRY ON...
...IF YOU'RE ABLE TO PULL THIS OFF, IT'LL BE A BIG WIN FOR *HORIZON*...
...AND ANOTHER FEATHER IN YOUR CAP, MR PARKER.
"PARKER."
I KNEW THIS WOULD HAPPEN. ALL MY FUTURE ENDEAVORS--MY *GREAT WORKS*--SHALL *ALL* BE CREDITED TO "PETER PARKER."
NOT OTTO OCTAVIUS!
OH, THE INEQUITY OF IT ALL! THAT PARKER'S LEGACY SHALL REAP THE REWARDS, WHILST I--
NO. I *AM* PETER PARKER. THAT IS HOW THIS WORKS.
I--I MUST ACCEPT THAT HIS VICTORIES ARE NOW *MINE.*
BECAUSE *I AM PETER FREAKING PARKER!*
BREEP BREEP
WHAT IS IT?!
TIGER? YOU OKAY?
MARY JANE?
THIS A BAD TIME?
I--I WAS IN THE MIDDLE OF SOMETHING.
NOT A--YOU KNOW--LIFE OR DEATH THING? 'CAUSE I CAN CALL BACK.
NO.
GOOD. JUST MAKING SURE WE'RE STILL ON FOR DINNER TONIGHT.
ABSOLUTELY, "TIGER."
IT'S A DATE.

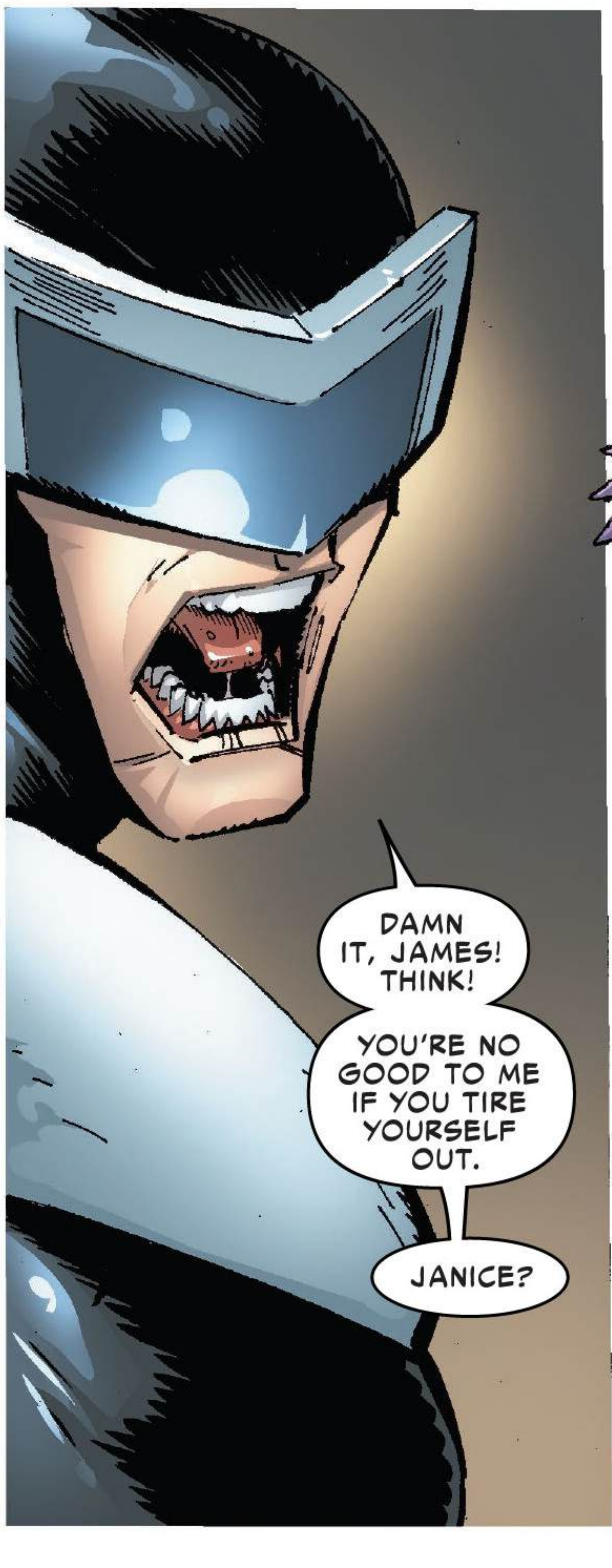
I AM PETER PARKER. AND THAT'S NOT SUCH A BAD THING AT ALL.
RUNNING A NIGHTCLUB.
SUPER-POWERS. YOUTH. VIGOR.
JUST PARTS. HEALTH CODES. SAFETY CHECKS.
HIGH PAYING JOB. STATE OF THE ART LAB.
PA MEDIC KEEPING UP STAFF MORALE.
AND THEN THERE'S THIS LOVELY CREATURE.
CUSTOMER WHO WAS MAKING A SCENE--
YES. PETER PARKER'S LIFE WILL SUIT ME JUST FINE.
AND THE BEST PART ABOUT IT?
PETER?
THE VIEW.
PETER? ARE YOU EVEN LISTENING TO ME?
SORRY. I WAS DISTRACTED.
YES, ACTUALLY. I'M MONITORING SOMETHING THAT'S SPIDER-MAN RELATED.
DO YOU HAVE TO WEAR THAT HEADSET WHILE WE'RE EATING?
OH! THE POLICE BAND? IS THERE AN EMERGENCY? DO YOU HAVE TO--
NO. NOTHING LIKE THAT. I'M LISTENING IN ON THE SINISTER SIX.
THEY'RE PLOTTING THEIR NEXT ATTACK.
WHAT?!

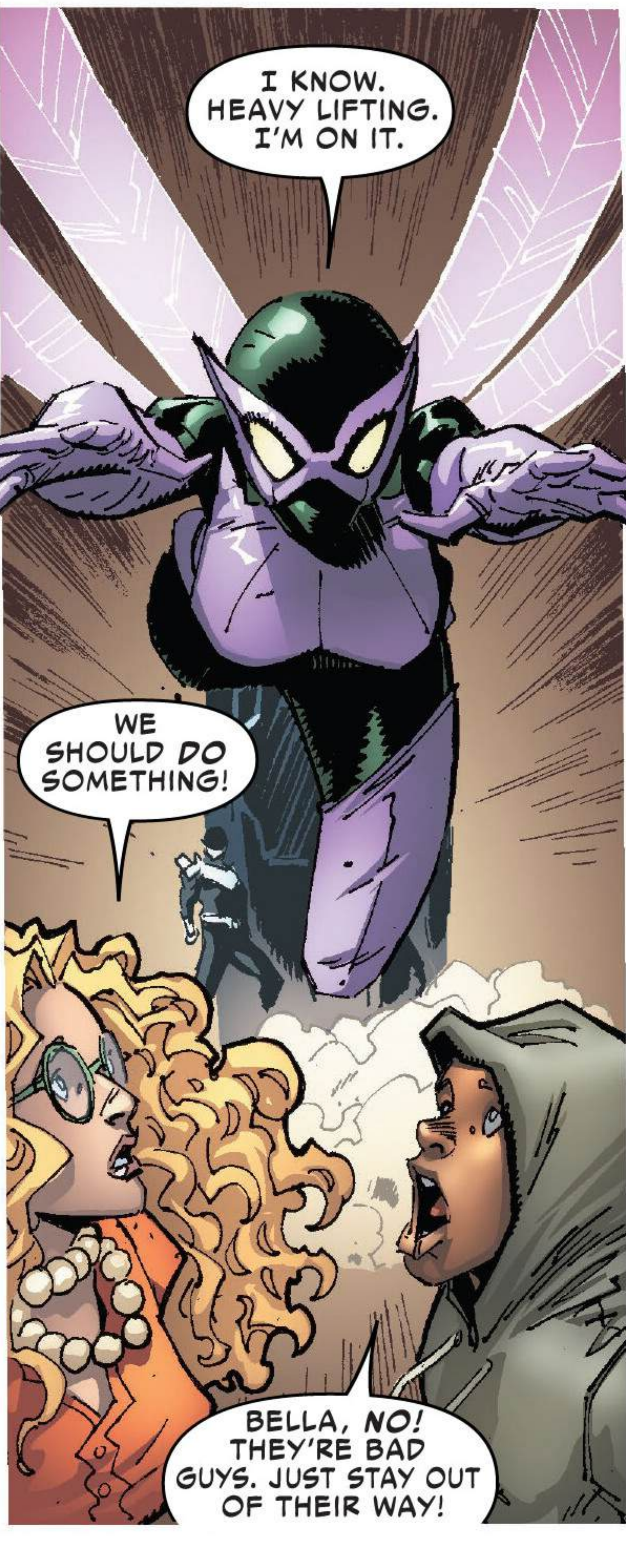
EARLIER TODAY, WHEN I SCRATCHED ONE OF THEM...
...I WAS, IN FACT, INJECTING HIM WITH EIGHTY *NANO-SPIDER-TRACERS.*
THE NEXT ITEM WE NEED IS AN ATMOSPHERIC CONDENSER...
EACH ONE'S OUTFITTED WITH MICROSCOPIC GPS AND AUDIO TRANSMITTERS.
I NOW KNOW THEIR CURRENT LOCATION *AND* THE PLANS FOR THEIR NEXT ASSAULT.
B-BUT IF YOU KNOW WHERE THEY ARE...
...WHY DON'T YOU GO AFTER THEM?
BECAUSE THIS GIVES ME A *TACTICAL* ADVANTAGE.
TRUST ME. I KNOW *EXACTLY* WHAT I'M DOING.
AND ON TOP OF EVERYTHING, YOU'RE... *DRINKING?*
THAT'S NEVER GOOD.
WHY NOT? THE NIGHT'S STILL YOUNG.
NOW PLEASE, DEAREST, YOU WERE TELLING ME ABOUT YOUR DAY.
...WE SHOULD FIND ONE HERE, AT **HORIZON LABS.**
LET'S GO OVER THIS ONE MORE TIME. THEN REST UP. IN A FEW HOURS, WE **STRIKE...**


"...AT DAWN!"
SKASH
HORIZON
KNOCK KNOCK!
AHH! LOOK OUT!
C'MON. ONE OF YOU SAY, "WHO'S THERE?"
I GOT A REALLY GOOD WHEEL GAG, BUT SOMEBODY HAS TO FEED ME THE SETUP LINE.


CAN IT, OVERDRIVE.
SPEED DEMON! BEETLE! FAN OUT AND FIND ME THAT ATMOSPHERIC CONDENS--


DON'T BOTHER.
TWO POINT FIVE SECONDS.
CHECKED EVERY ROOM. FOUND IT. GOT BORED. LUGGED IT BACK.
MAN, THIS THING'S HEAVY.
SKRRT
OH MY!


DAMN IT, JAMES! THINK!
YOU'RE NO GOOD TO ME IF YOU TIRE YOURSELF OUT.
JANICE?


I KNOW. HEAVY LIFTING. I'M ON IT.
WE SHOULD DO SOMETHING!
BELLA, NO! THEY'RE BAD GUYS. JUST STAY OUT OF THEIR WAY!

SMART KID. NOW LET'S GET OUT OF--
WHAT THE HELL?!
WHERE DID ALL OF THIS COME FROM?
THAT WOULD BE *ME*. WELCOME TO MY PARLOR.
IMPOSSIBLE! WE WERE IN AND OUT IN UNDER *TEN* SECONDS. HOW DID YOU--?
SET UP A STREET-WIDE WEB-BLOCKADE? I DID IT IN *NINE*.
PROPORTIONATE SPEED OF A SPIDER.
TRUTH IS, THAT ALWAYS STRUCK ME AS A BIT UNFAIR.
UNTIL TODAY.
YEAH? WELL *I'LL* TELL YA WHAT'S GONNA STRIKE YOU, SPIDEY. *ME!*
FASTER THAN YOU CAN SAY--

PLAN: OMEGA THREE.
TEKK
SHUF
GYAHH!
WHAT IS THIS STUFF?!
INSTANT FRICTIONLESS SURFACE.
SSLLIPP..
HORIZON
"FRIEND OF MINE CAME UP WITH IT.
"AND SPENT A GOOD HOUR APPLYING IT TO THE PAVEMENT."
THWIP
IMPRESSED? DON'T BOTHER...
AHKK
"I CAN SEE IT'S RENDERED YOU SPEECHLESS."

HOLY!
NOT COOL! YOU COULD'VE TAKEN HIS HEAD OFF!
BRUISED TRACHEA. HE'LL LIVE. AS LONG AS HE'S SMART...
KOFF KOFF
...AND STAYS DOWN.
TEKK
PLAN: EPSILON FIVE.
CHUK
CHIK
CHAK
OH WHAT NOW?!
ANOTHER PARTY TRICK.
"HORIZON'S LATEST INVENTION.
"A QUICK, CHEAP, AND EASY TO INSTALL...
HORIZON
"...POWER DAMPENING FIELD."
UNH! THIS THING WEIGHS A TON!
HEY!
HERMAN?
MY SHOCK GAUNTLETS! THEY'RE SHORTING OUT.
SKZZT
SKZZT

IS NO ONE LISTENING TO ME?
POWER. DAMPENING. FIELD.
UNFF!
OMEGA THREE: OFF!
THUD
YOUR ARMOR IS DEAD WEIGHT.
YOUR WEAPONS ARE USELESS.
THWIP
THWIP
CRASH
UGHH!
CARE TO GUESS WHAT THAT MEANS...
...FOR YOUR GYROSCOPIC STABILIZERS?
SHOCKER! MOVE, DUDE! I CAN'T--
OVERDRIVE! DON'T--
OH, THIS AIN'T GONNA BE PRETTY.
KA-BOOM

HA! THAT WAS *PERFECT,* SPIDEY!
THAT ONE'S GOING RIGHT UP ON THE DAILY BUGLE'S HOMEPAGE!
KEEP FILMING, MS. WINTERS. THE SAME GOES FOR ALL OF YOU.
THE BEST IS YET TO COME.
THE PRESS?! WHEN DID THEY GET HERE?!
I CALLED THEM. HALF AN HOUR AGO.
HORIZON
"I LET THEM KNOW THAT THIS NEW, SO-CALLED "*SINISTER SIX*" WAS COMING.
"AND THAT ANYONE WHO WANTED COULD HAVE A RINGSIDE SEAT...
"...AND WITNESS THEIR COMPLETE AND UTTER DEFEAT AT MY HANDS!"
BUT HOW'D YOU KNOW?
A BAROMETRIC OSCILLATOR AND AN ATMOSPHERIC CONDENSER.
THE FIRST TWO PIECES OF A *WEATHER MACHINE.*
WHAT WERE YOU GOING TO DO? BLACKMAIL THE CITY WITH A TORNADO?
SHUT UP! IT WAS A GOOD PLAN!
IT WAS UNINSPIRED *TRIPE.* UNWORTHY OF THE SINISTER SIX!

ALL RIGHT. I GIVE.
YOU WIN!
YES. I *DO.*
I GET TO WIN!
I'M BEATING THE SINISTER SIX!
AND *EVERYONE* IS GOING TO SEE IT!
AND THEY'LL GET THE MESSAGE!
THIS IS WHAT HAPPENS...
PLEASE...
...DON'T!
...WHEN YOU CROSS THIS SPIDER-MAN!

NO!
GOOD WORK, WALL-CRAWLER.
WE'VE GOT IT FROM HERE.
OF COURSE. HE'S ALL YOURS, OFFICERS.
THAT WAS...ODD. I HAD EVERY INTENTION OF ENDING THAT MAN. BUT I STAYED MY HAND. WHY?
THAT WAS ME, OTTO.
YOU CAN'T HEAR ME, CAN YOU? YOU DON'T EVEN KNOW I'M HERE.
DOESN'T MATTER. YOU DON'T GET TO KILL. I WON'T LET YOU.
I DON'T KNOW HOW, BUT I AM STILL IN THE FIGHT!
I *AM* PETER PARKER. AND I SWEAR I *WILL* FIND A WAY *BACK!*

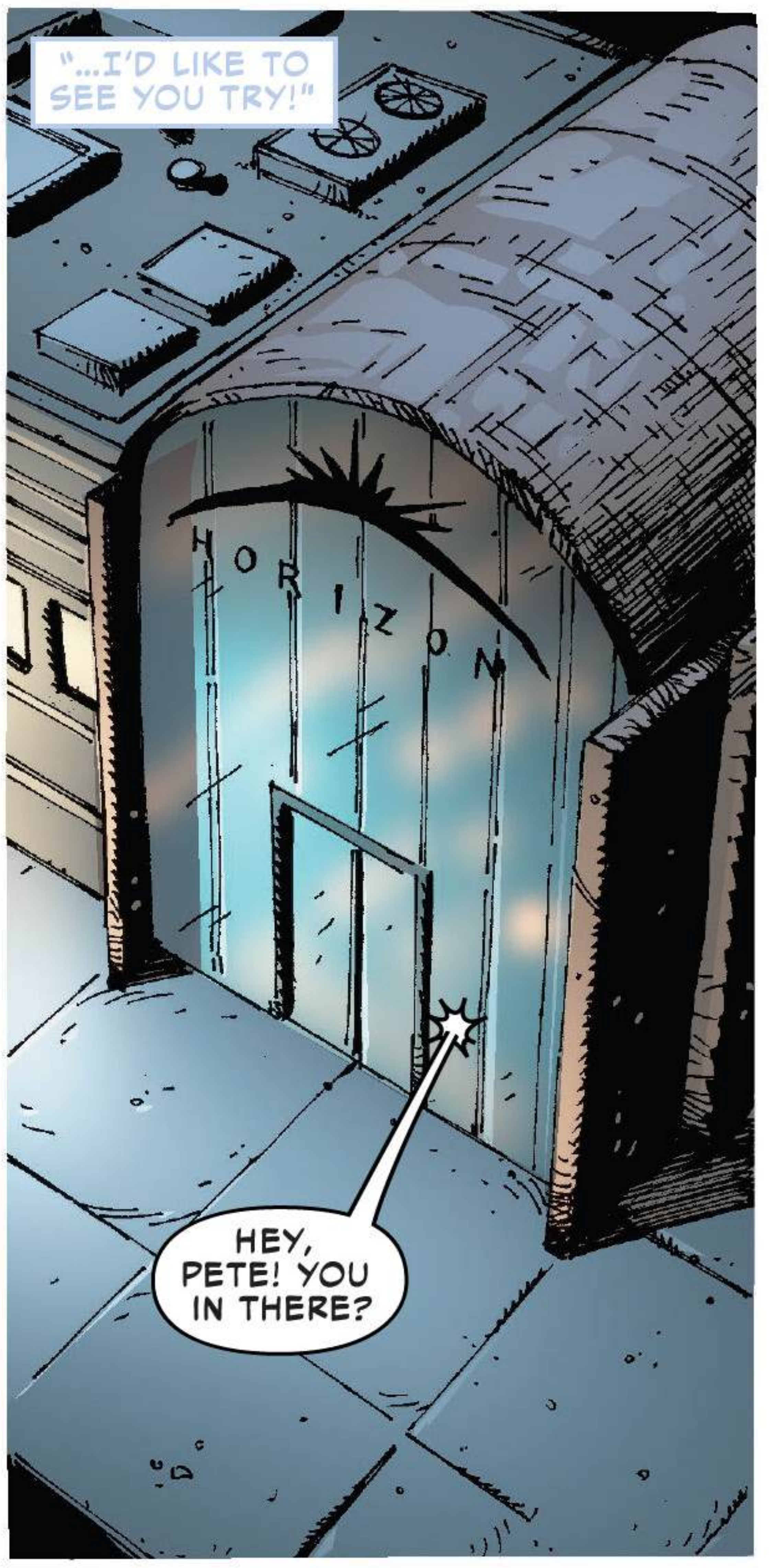
SUPERIOR *Spider-Man #2* “THE PETER PRINCIPLE”

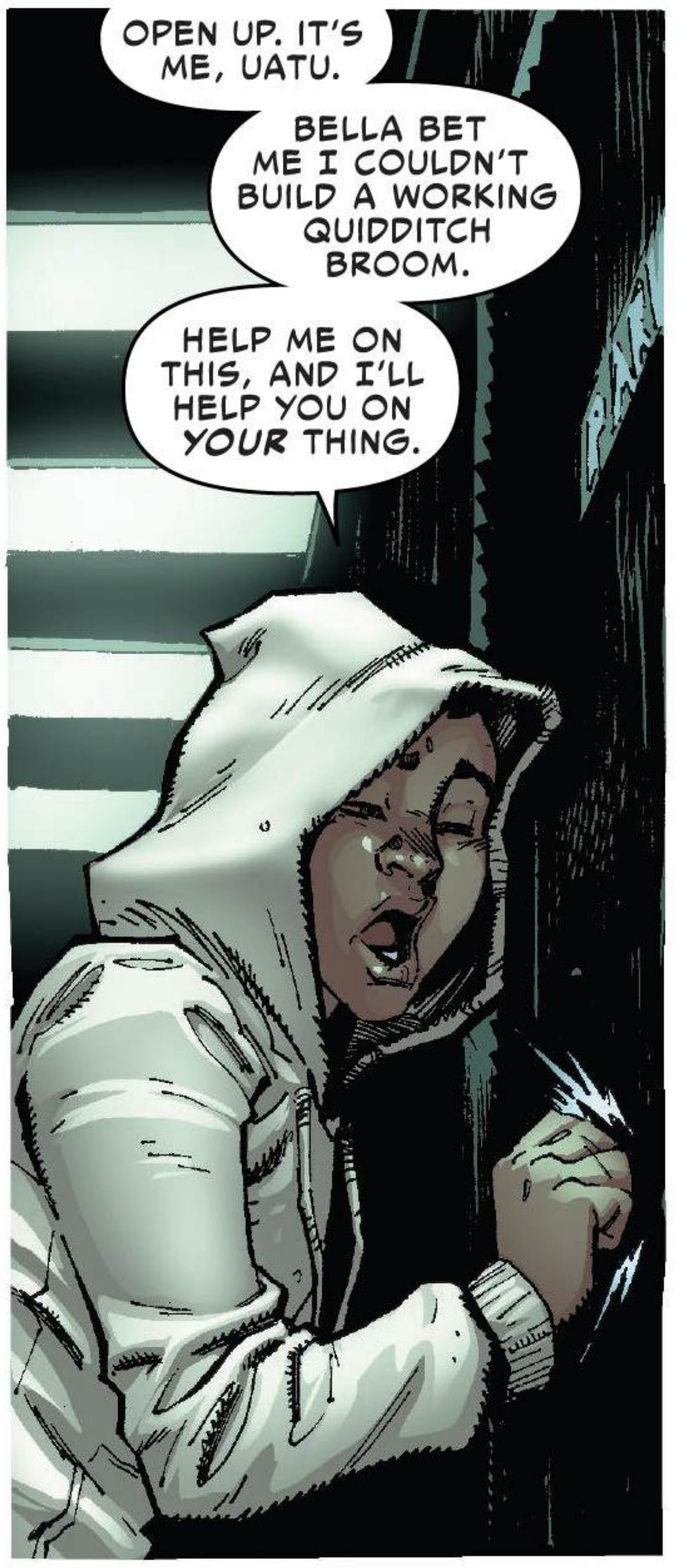
SECOND DAY ON THE "*JOB*"...
...AND NOT ONE OF THEM KNOWS I'M A ***DIFFERENT*** SPIDER-MAN.
BUT SOON THEY'LL ALL LEARN THAT I AM A FAR ***SUPERIOR*** ONE.
HERE HE COMES!
TWO DAYS IN A ROW AND SPIDEY'S THE ***LEAD*** STORY.
WHAT? DOESN'T HE DESERVE IT FOR ONCE?
OH, HE COULDN'T DESERVE IT MORE IF HE ***PLANNED*** IT.
CLIK
SPIDER-MAN, I'M RUTH GOLDMAN, DEAN OF STUDENTS.
AND ON BEHALF OF EVERYONE HERE AT EMPIRE STATE UNIVERSITY...
CLIK
...I WANT TO THANK YOU FOR LOCATING OUR STOLEN SCIENCE EQUIPMENT SO QUICKLY.
CHIK
IT WAS NO TROUBLE AT ALL, MA'AM.
AND SO MODEST. HOPE YOU DON'T MIND...
...BUT WE HAVE A SPECIAL GUEST WHO WISHED TO THANK YOU ***PERSONALLY.***
CLIK
FOR BRINGING THIS BACK TO THE MARLA JAMESON MEMORIAL WING?
WONDER WHO ***THAT*** COULD BE?

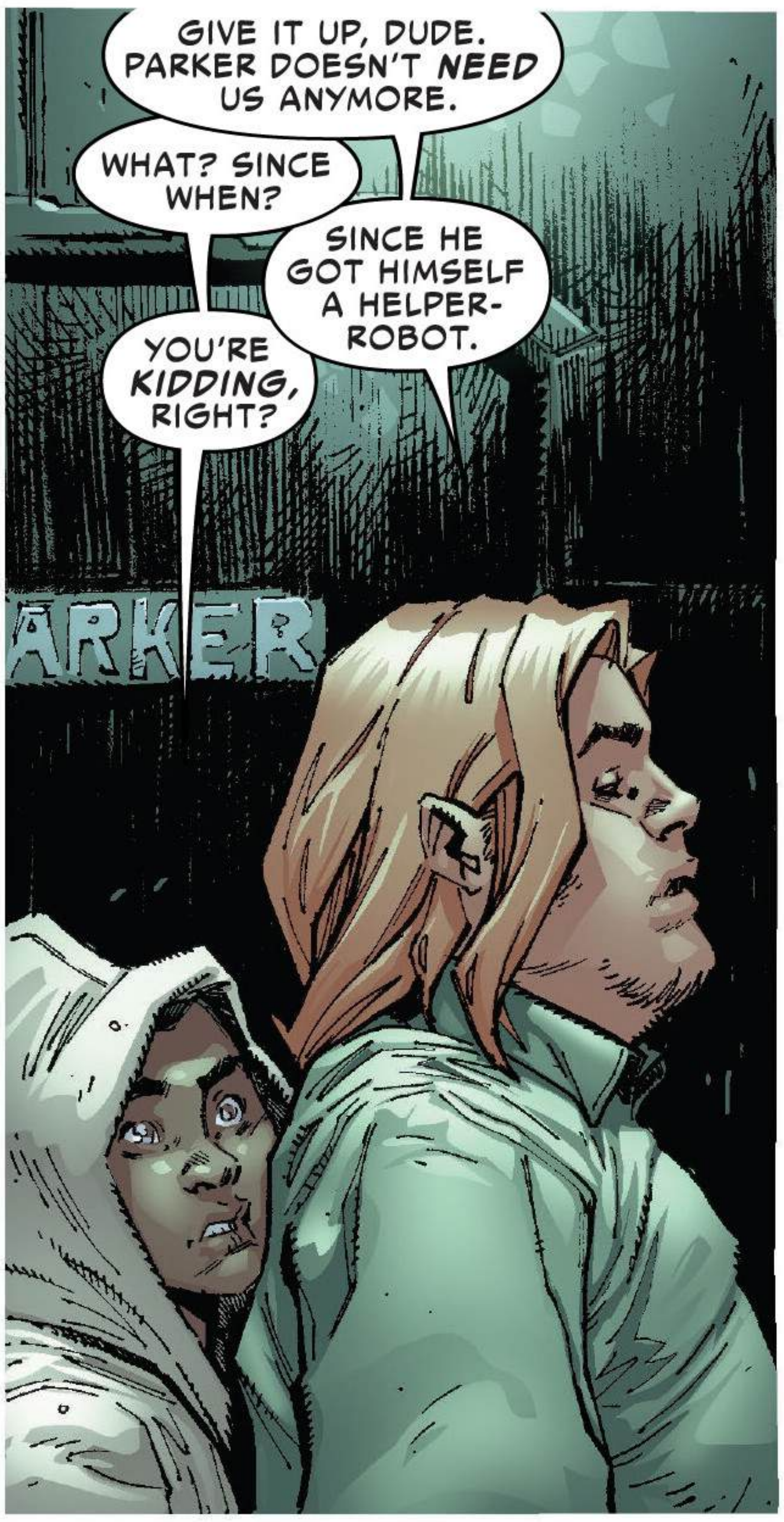
WHY, THAT WOULD BE ME! MAYOR J. JONAH JAMESON!
WHAT AN UNEXPECTED HONOR.
AND AS THE BIGGER MAN HERE, I'M MAGNANIMOUS ENOUGH TO ADMIT--
--YOU WERE WRONG ABOUT ME, AND MAYBE I'VE BEEN WRONG ABOUT YOU!
SO ON BEHALF OF THE MARLA JAMESON MEMORIAL FUND, LET ME JUST SAY...
YOU'VE DONE A HECKUVA JOB HERE, SPIDEY!
THAT'S NOT SPIDER-MAN!
ANYTHING FOR THE FORCES OF LAW AND ORDER.
CLIK CLAK
CLIK CLAK
CLIK CLAK
CHAK
THAT'S OTTO OCTAVIUS, YOU FLAT-TOPPED FINK.
DOCTOR OCTOPUS IN MY BODY!
I CAN'T BELIEVE IT! AFTER ALL THESE YEARS, JONAH FINALLY MAKES NICE...
...AND HE DOES IT OVER MY DEAD BODY!
OR MY LIVE BODY WITH DOC OCK'S BRAIN!
AHHH! I CAN'T TAKE THIS ANYMORE! IT'S-- IT'S CRAZY-TOWN BANANA-PANTS!

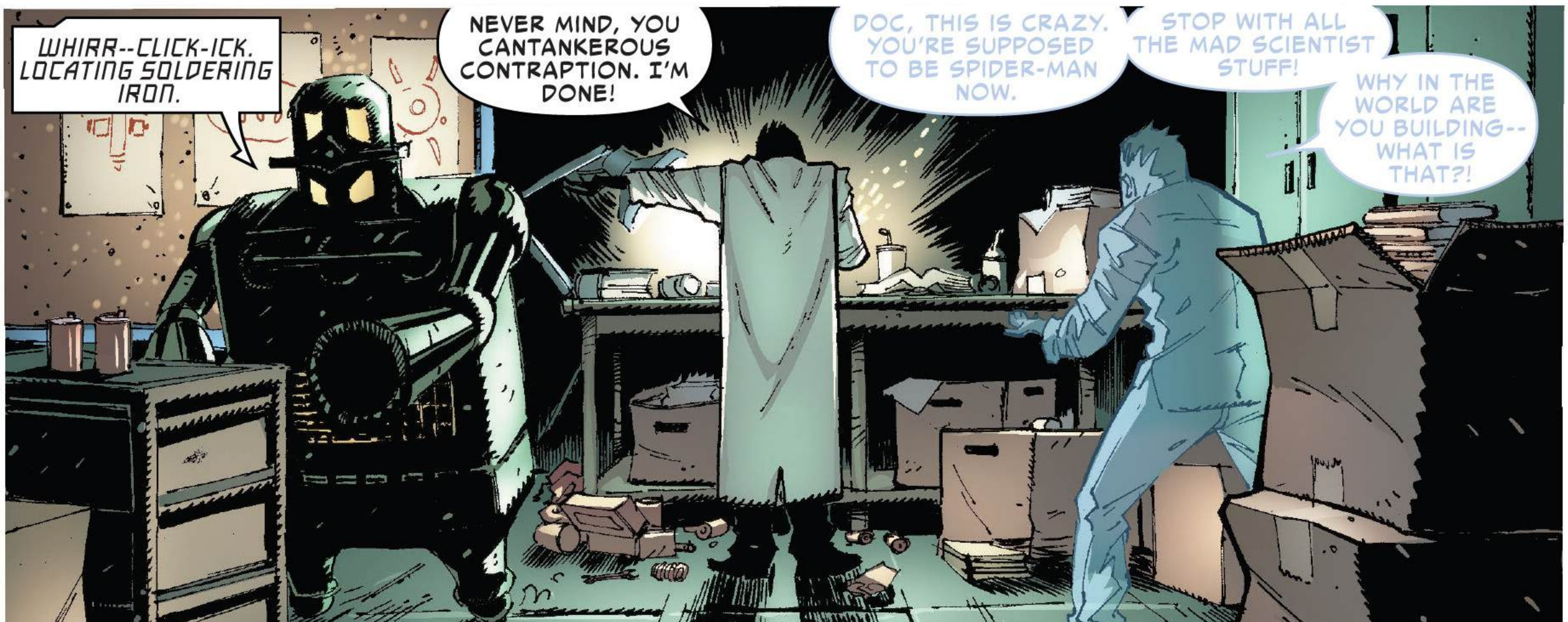
IT'S CRAZY-TOWN BANANA-PANTS!
WHAT?
SORRY, CARLIE. JUST SOMETHING PETER USED TO SAY.
AH.
NO. I KNOW. I PICKED IT UP FROM HIM WHEN **WE** WERE GOING OUT.
I MEANT, WHAT BROUGHT THAT ON?
TAKE A GUESS. SO WHEN DID EVERYTHING GET SO WEIRD?
MENACE NO MORE?
FOR ME, MJ? THAT'S EASY. RIGHT AROUND MY RUN-IN WITH DOC OCK.
HOW'S THE ARM?
STILL HURTS. BUT THAT'S NOT IT...
IT'S SOMETHING HE SAID.
OCK? WHAT? YOU DON'T TALK ABOUT IT.
WISH I COULD. BUT IT'S TOO...
...CRAZY-TOWN BANANA-PANTS.
DOUBT IT.
BET I COULD TOP IT.
I THINK PETE AND I ARE GETTING BACK TOGETHER.
RRPHBL?

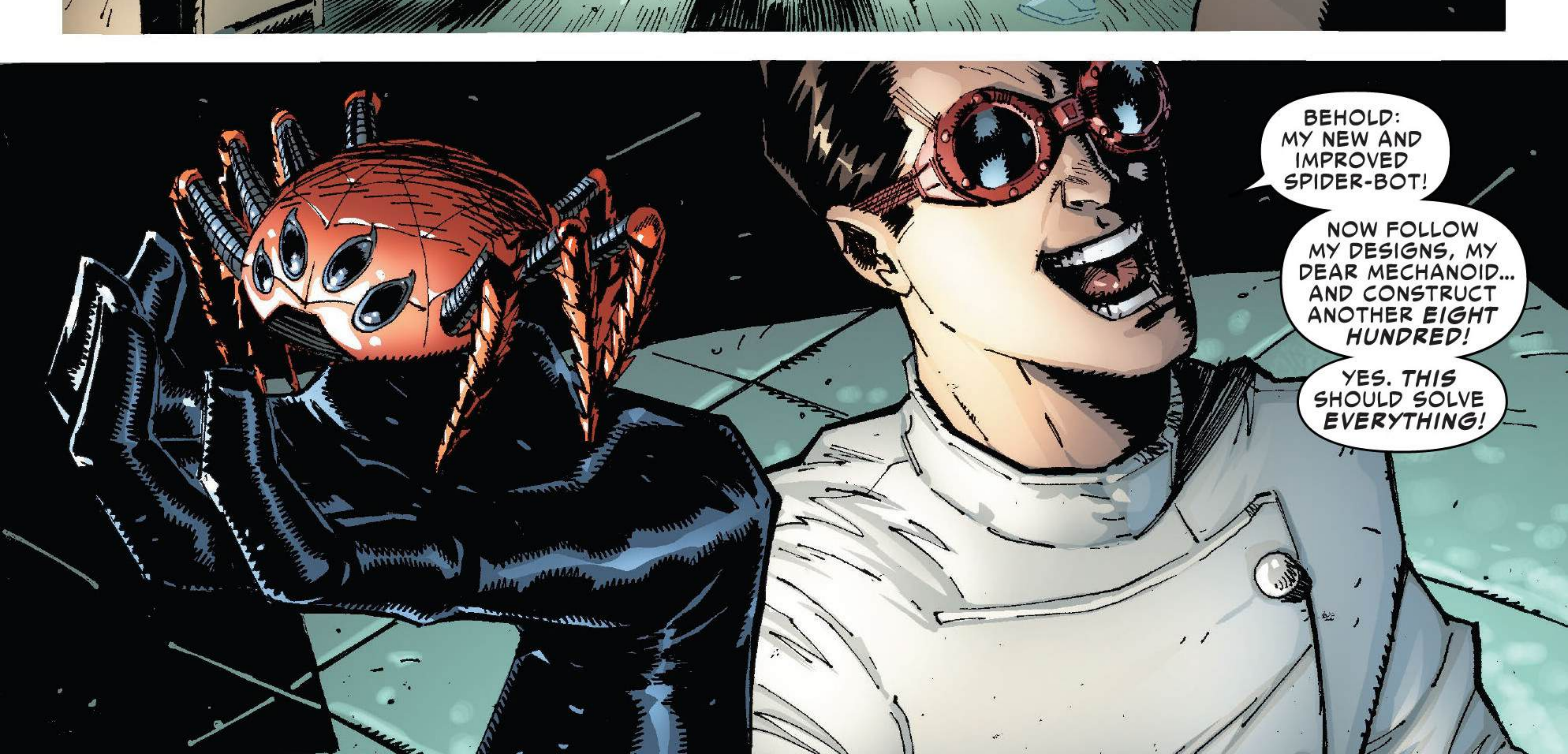
Lunch with the Watson woman.
WITH THINGS RUNNING SMOOTHER FOR SPIDER-MAN, IT'S TIME TO FOCUS ON PHASE TWO: A BETTER LIFE FOR "PETER PARKER."
AND THAT STARTS WITH ONE MARY JANE WATSON. PARKER WAS A FOOL FOR KEEPING SUCH A RAVISHING CREATURE AT A DISTANCE.
A MISTAKE I SHALL NOW RECTIFY. NOW, TO BEGIN MY OPENING GAMBIT...
"OPENING GAMBIT"? WHO THINKS LIKE THAT?!
YOU'RE NOT TAKING OVER THE WORLD HERE!
WELL, TECHNICALLY YOU'RE TRYING TO TAKE OVER MY WORLD, BUT--
HEY.
SO...
OUR THIRD DATE. WEIRD, RIGHT?
NO. EVERYTHING'S PROCEEDING ACCORDING TO PLAN.
HE'S SAYING SUPER VILLAIN STUFF!
HOW CAN NO ONE SEE THROUGH THIS?!
CAN YOU STOP THIS? PLEASE?! LITTLE DIVINE INTERVENTION? SOMETHING!
OH. GUESS WE'LL HAVE TO WAIT.
OOOOO
WAIT FOR WHAT?
FIRE TRUCK?
DON'T YOU HAVE TO DEAL WITH THAT? AND THEN GO ON PATROL?
BAH! BEING SPIDER-MAN. IT'S SO... INCONVENIENT!
YEAH? WELCOME TO MY LIFE. LITERALLY. YOU WANNA TURN OVER A NEW LEAF? BE A HERO?
IT MEANS MAKING SACRIFICES! WITH GREAT POWER COMES--
IMBECILE! I CAN SEE IN HIS MEMORIES--HE PUT UP WITH THIS NONSENSE ALL THE TIME.
THERE HAS TO BE A BETTER WAY!
REALLY? WELL IF IT'S SO EASY...


"...I'D LIKE TO SEE YOU TRY!"
HORIZON
HEY, PETE! YOU IN THERE?


OPEN UP. IT'S ME, UATU.
BELLA BET ME I COULDN'T BUILD A WORKING QUIDDITCH BROOM.
HELP ME ON THIS, AND I'LL HELP YOU ON *YOUR* THING.


GIVE IT UP, DUDE. PARKER DOESN'T *NEED* US ANYMORE.
WHAT? SINCE WHEN?
SINCE HE GOT HIMSELF A HELPER-ROBOT.
YOU'RE *KIDDING,* RIGHT?
ARKER


WHIRR--CLICK-ICK. LOCATING SOLDERING IRON.
NEVER MIND, YOU CANTANKEROUS CONTRAPTION. I'M DONE!
DOC, THIS IS CRAZY. YOU'RE SUPPOSED TO BE SPIDER-MAN NOW.
STOP WITH ALL THE MAD SCIENTIST STUFF!
WHY IN THE WORLD ARE YOU BUILDING--WHAT IS THAT?!


BEHOLD: MY NEW AND IMPROVED SPIDER-BOT!
NOW FOLLOW MY DESIGNS, MY DEAR MECHANOID... AND CONSTRUCT ANOTHER *EIGHT HUNDRED!*
YES. *THIS* SHOULD SOLVE *EVERYTHING!*

Lunch with the Watson woman. Second attempt.
YOU SURE THERE'S TIME FOR THIS? WHAT ABOUT YOUR DAILY PATROL?
TAKEN CARE OF.
YOU LYING LITTLE--
OPEN
I'VE DEPLOYED DIGITAL "SPIDER-EYES" ALONG MY USUAL ROUTES.
NOW WITH A SIMPLE SWIPE OF MY "PATROL APP"...
THWIP THWIP THWIP.
CITY: PATROLLED.
SWIPE
THAT'S...
...ACTUALLY KINDA CLEVER.
THAT'S ACTUALLY KINDA CLEVER.
JUST SAID THAT.
CLEVER, BUT NOT YOU.
HA! SHE'S ONTO YOU, OTTO!
LIKE CALLING PRESS CONFERENCES...
OPEN
...OR NOT GOING AFTER THE SINISTER SIX WHEN YOU KNEW WHERE THEY WERE.
GOOD PRESS HELPS. GATHERING TACTICAL DATA. CREATING THIS APP...
...THAT'S ME BEING A SMARTER SPIDER-MAN.
A MORE EFFICIENT SPIDER-MAN. ONE WHO HAS MORE TIME...
...TO SPEND WITH YOU. SO MARY JANE, WHAT DO YOU SAY? DO YOU WANT TO SPEND TIME WITH ME?
WELL...
C'MON, MJ. IT'S NOT ME!
DON'T DO IT! NO. NO. NO!

Watson Dating Trials #1
CAN'T BELIEVE YOU SAID YES.
AND THE PLANETARIUM? WHO GOES TO THE--WHAT?!
THE YAWN-AND-STRETCH MOVE?! ARE YOU SERIOUS?!
Results: Inconclusive.
THANKS FOR SEEING ME HOME, TIGER.
OF... COURSE. TIGER.
G'NIGHT.
YOU HEARD THE LADY, OTTO. HIT THE BRICKS.
PECK
Watson Dating Trials #2
YOU'RE JUST FULL OF SURPRISES, MR. P.
SINCE WHEN DO YOU KNOW BALLROOM DANCING?
SINCE I WAS A LITTLE BOY. MY--AUNT MAY TAUGHT ME.
OY. WHAT'S NEXT, OCK? BINGO NIGHT?
Results: DISAPPOINTING.
STRIKE TWO, PAL.
G'NIGHT.
PECK
Watson Dating Trials #3
OH, THAT'S JUST FRICKIN' ADORABLE.
I'D SAY "KILL ME" BUT I'M ALREADY DEAD.
WONDER IF I CAN GHOST-VOMIT?
Results: INFURIATING!
I WANNA THANK YOU FOR LETTING ME TAKE THINGS SLOW, PETE.
I. COMPLETELY. UNDERSTAND.
ME TOO.
PECK
YOU KNOW, DON'T YOU, RED? SOMEHOW, IN YOUR HEART, YOU KNOW THAT'S NOT ME.

Watson Dating Trials #4
PETER! C'MON...
THIS THE RIGHT PLACE?
YEAH. IT'S THE SAME NIGHTCLUB.
NAME'S CHANGED. "MJ'S." NOW.
...DANCE WITH ME.
IN A MINUTE.
I DON'T GET IT. AND NOT THIS "MUSIC." WHAT AM I DOING WRONG?
I'M PETER PARKER. AND SHE IS MARY JANE. SHE SHOULD BE MINE BY NOW.
WHAT? YOU THINK THAT'S ALL THERE IS TO IT?
YOU CAN'T TREAT THIS LIKE SOME EQUATION! IT'S NOT ABOUT MINDS AND BODIES.
IT'S ABOUT HEARTS AND SOULS. VARIABLES YOU'LL NEVER UNDERSTAND!
I SAY WE STRIKE NOW.
BUT THE BOSS SAID--
I KNOW WHAT HE SAID!
SPIDER-SENSE!
UH!
C'MON. TURN INTO SPIDEY AND SEE WHAT'S--
DANGER...
OF COURSE! THE MISSING ELEMENT!
MARY JANE! CAN I SEE YOU FOR A MINUTE?
DOC? WHAT ARE YOU DOING?!

OTTO! ARE YOU MAD? SOMETHING'S WRONG OUT HERE!
THOUGHT WE COULD USE SOME FRESH AIR.
OOH. IT'S CHILLY.
HERE.
DAMN IT, OCK! THERE'S TROUBLE ALL AROUND US. I *KNOW* YOU CAN FEEL IT.
TAKE HER INSIDE!
WE HAD A DEAL, REMEMBER?! YOUR VOW! GREAT POWER! GREAT RESPONSIBILITY! *C'MON!*
HOW LONG HAS IT BEEN, SINCE THE TWO OF US HAVE... YOU KNOW.
PETER!
NO. NOT THAT.
GONE WEB-SWINGING.
OH.
SPIDER-ISLAND.
FAR TOO LONG THEN.
HERE.
TAKE MY HAND.
MJ! NO! DON'T FALL FOR IT.
THAT'S *NOT* ME. I'M *RIGHT* HERE. AND I--
I *LOVE* YOU. *PLEASE* HEAR ME! *DON'T DO THIS!*
OKAY...

MARY JANE!
WOOOO!
WHAT'D I TELL YOU?
JUST LIKE OLD TIMES.

Results: SUCCESS!
HERE. LET ME GET THE WINDOW FOR YOU.
THANKS, TIGER.
ALL THIS TIME, THE SPIDER WAS THE MISSING ELEMENT.
IT'S ALWAYS BEEN ABOUT SPIDER-MAN AND MARY JANE.
A WOMAN LIKE MARY JANE WATSON LIVES FOR DANGER AND EXCITEMENT. NOW THAT I'VE FACTORED THAT IN, SHE WILL BE--
SORRY.
WHAT?
I'D INVITE YOU IN, BUT I'VE GOT COMPANY.
CARLIE'S BEEN STAYING OVER AND I'VE BEEN HELPING HER OUT.
YOU KNOW. SINCE I GOT SHOT. YOU REMEMBER THAT...
PETER.
CLIK
PSYCHE!
G'NIGHT.
AND NOT EVEN A PECK ON THE CHEEK THIS TIME. SAY GOOD NIGHT, OTTO.
GOOD NIGHT. LADIES.
RE-JEC-TED! SUCK IT, OCK!
I AM UNDONE AT EVERY TURN! BUT HOW?!
THAT'S EASY, DOC. 'CAUSE THAT LADY BACK THERE IS MY SOULMATE.
EMPHASIS ON THE "SOUL."

AND YOU COULD NEVER HAVE WHAT WE HAD.
WAIT.
OF COURSE! I'M A FOOL FOR NOT THINKING OF THIS SOONER.
I CAN BE WITH THAT WATSON GIRL ANY TIME I WANT!
DON'T LIKE THE SOUND OF THIS...
BECAUSE SHE WAS WITH PARKER.
AND NOW THAT HIS MEMORIES ARE MINE...
...I CAN RELIVE THEM. OVER AND OVER AGAIN!
NO!
EACH KISS.
STOP IT!
EVERY TENDER MOMENT.
THOSE ARE MY MEMORIES! YOU DON'T HAVE THE RIGHT TO--
HER TOUCH. HER TASTE. THE FEEL OF EVERY INCH OF HER.
I SWEAR, OCTAVIUS, I WILL GET YOU FOR THIS!

MMM. MORNING ALREADY? I'VE NEVER SLEPT SO SOUNDLY IN...WELL...
...*THIS* LIFE.
ENJOY IT NOW, OCTAVIUS...
BZZ BZZ
'O SOLE MIO STA NFRONTE A TE! ♫
...'CAUSE I'M GONNA MAKE YOU PAY. *BIG TIME!*
UGH. DOES HE HAVE TO KEEP TOUCHING *MY* BODY?
AH *YES!* A NEW DAY!
A DAY FREE FROM OBSESSING OVER MARY JANE WATSON.
REALLY?! WELL, THANK HEAVEN FOR SMALL--
NOW I CAN MOVE ON TO *NEW* CONQUESTS!
EW! YOU PERVY OLD MAN.
OKAY. I TAKE IT BACK. YOU CAN TOUCH MY BODY. JUST DON'T TOUCH ANYONE *ELSE* WITH IT!
WHY *HELLO* THERE, MS. JAFFREY.
YOU'RE LOOKING ESPECIALLY FETCHING THIS MORNING.
? ?
"FETCHING"?
PARKER? WHAT IN THE HELL'S THE MATTER WITH YOU?
WHAT? YOU'RE HITTING ON *SAJANI,* NOW?!
NO WAY! YOU PUT THAT *RIGHT* OUT OF *OUR* HEAD, OTTO! YOU HEAR ME?!
OTTO?!
SO THIS IS *IT* THEN? ME. FLOATING AROUND...
...WHILE YOU MESS THINGS UP. HIT ON GIRLS. AND PLAY AROUND WITH A ROBOT BUTLER.
TEA. EARL GREY. HOT.
WHRR--CLICK-ICK-- YES, DOCTOR.
HOLD, ROBOT.
ZEET ZEET
IT'S MY PATROL PROGRAM.
IT APPEARS A SPIDER-BOT HAS DETECTED SOMETHING THAT MERITS MY ATTENTION.

INTERESTING. IT'S SPIDER-BOT ONE.
THAT'S THE UNIT I PLACED RIGHT OUTSIDE...
...MARY JANE'S NIGHTCLUB!
KRASHHHHH
OH MY GOD! WHAT ARE THOSE THINGS?!
KAWW!
KAWW!
AHH!
WHAT IN THE WORLD?!
SOME KIND OF STRANGE BIRD CREATURES AND--
--THEY'RE GOING AFTER WATSON!
WELL?! DON'T JUST STAND THERE--
THERE'S NOT A MOMENT TO LOSE!

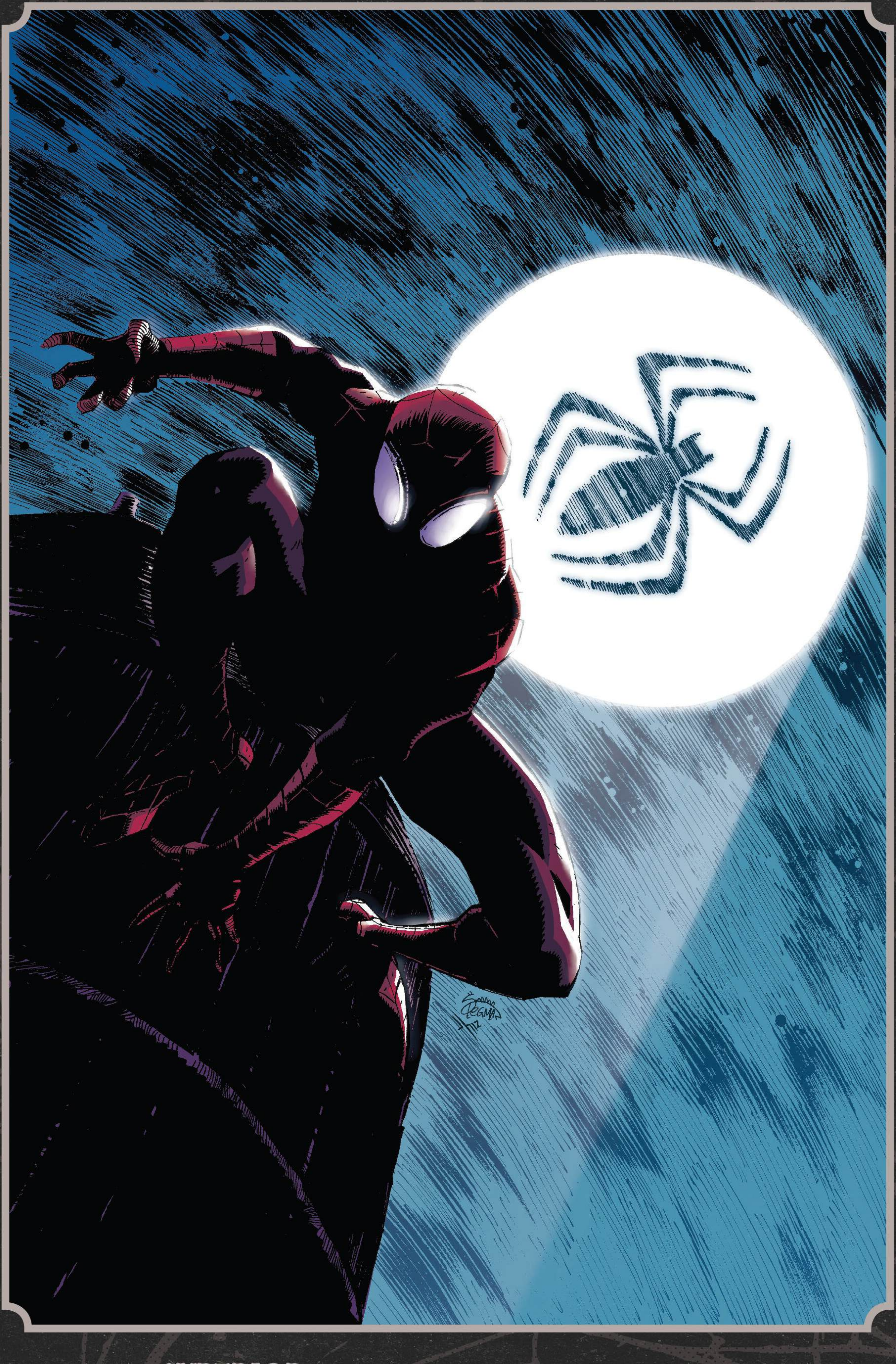
C'MON, DOC! FASTER!
MOVE IT!
ORIZON
KAW!
GET BACK!
WHAT DO THEY WANT?!
THERE IT IS. JUST WHERE THE BOSS SAID IT'D BE.
RNCHH
BOSS?
OH NO! YOU'RE WITH TOOMES!
STOP! LOOK DOWN THERE!
HMM.
SOMEONE'S GETTING MUGGED. WE SHOULD--
A PETTY CRIME AT BEST.
I MUST FOCUS ON THE TASK AT HAND!

OH BOY. SUDDENLY RETHINKING THE WHOLE BUY-A-SUPER-VILLAIN'S-OLD-HANGOUT THING.
YES. IT'S ALL RIGHT HERE. GOT IT!
SORRY, BIRDY, BUT IF THE VULTURE WANTS THAT. I CAN'T LET YOU LEAVE WITH IT.
AND I GOT HER!
OW! WATCH IT!
GOOD!
STOP! PUT ME DOWN!
SERIOUSLY, YOU DO NOT WANT TO MESS WITH ME. I'VE GOT FRIENDS IN HIGH PLACES! YOU HAVE NO IDEA!
YEAH? WELL YOU DON'T WANT TO MESS WITH OUR BOSS!
GULLY, SHOW HER WHAT HAPPENS...
...WHEN YOU MOVE INTO THE VULTURE'S OLD NEST!
GYAHHH!
M.J
MARY JANE!

ONE SHOT AT THIS! IF I CAN TAG HER WITH--
NOT A WEB-LINE!
THE SNAP-BACK COULD KILL HER!
THWIP
MAKE A WEB-NET!
MJ!
PETER! HOW DID YOU--?
KNOW? I-- YOU'RE ALWAYS THE FIRST STOP ON MY PATROL.
OF COURSE I AM.

MY HEART'S RACING. HERS IS TOO. I CAN FEEL IT. HOW--?
PARKER'S MEMORIES! OH. WHEN I--
GOOD GOD! I HAVE HIS **FEELINGS** FOR HER NOW. AND MORE THAN ANYTHING, I **WANT** TO BE WITH HER. I **NEED** TO--
C'MERE, TIGER.
NO!
NO?
BUT WHY?
BECAUSE THE TWO OF US--TOGETHER--IT'S **INSANE.** I CAN DO THE MATH.
YOU LOVE ME AS PETER **AND** SPIDER-MAN.
BUT YOU CAN'T **BE** WITH ME BECAUSE I'M PETER **AND** SPIDER-MAN.
IT'S A RECURSIVE LOOP. AN EQUATION THAT CAN **NEVER** BE SOLVED.
WHAT-- WHAT ARE YOU SAYING?
DOC, PLEASE DON'T DO THIS. I'M BEGGING YOU.
I PROMISED TO KEEP YOU SAFE.
BUT OUR RELATIONSHIP IS THE GREATEST TRAP OF ALL. AND THE ONLY WAY TO **FREE** YOU--
--IS TO MOVE ON.
WHOA! I WAS WRONG ABOUT YOU, OTTO.
THERE ARE THINGS YOU CAN DO THAT I **NEVER** COULD.

AND THAT WAS IT.
WHAT? HE JUST LEFT YOU THERE?
IN EVERY SENSE OF THE WORD.
BUT HE WAS *RIGHT.* WE'VE BEEN DOING THE SAME THING OVER AND OVER AGAIN. AND THAT *IS* INSANITY.
WE HAVE TO CHANGE. OR I HAVE TO. HE'S... ALREADY THERE.
GEEZ, MJ. YOU'RE MAKING IT SOUND LIKE...
...PETE'S A DIFFERENT PERSON.
CARLIE, WAIT! I CAN EXPLAIN.
I'M *NOT* DOC OCK. I'M *SPIDER-MAN!*
JUST DON'T ASK ME HOW. IT'S A MYSTERY.
YEAH...
MJ, I KNOW YOU'RE NOT IN THE BEST PLACE RIGHT NOW, BUT...
...MY ARM'S FEELING A LOT BETTER, AND I ONLY HAVE SO MUCH TIME OFF FROM THE FORCE.
IT'S TIME I GOT BACK TO WORK. I'M SURE MY CASE FILES ARE BACKING UP.
AND I KNOW THERE'S AT LEAST *ONE* MYSTERY I *HAVE* TO SOLVE.



SUPERIOR *Spider-Man #3* "EVERYTHING YOU KNOW IS WRONG"

A SPIDER-SIGNAL? ON TOP OF THE POLICE STATION? REALLY?
HE'S NOT COMING.
COOPER!
OFFICER COOPER. CHIEF PRATCHETT. HOW I ENVY YOU. YOU'RE WITNESSING THE DAWN OF A GOLDEN AGE.
ME. RUNNING THIS CITY.
AND THE WALL-CRAWLER FINALLY FALLING IN LINE. AN AGENT OF LAW AND ORDER.
MINE TO COMMAND...
...AT THE LITERAL FLICK OF A SWITCH.

IDIOT.
SLIKT
FASH
WHAT IN BLAZES--?
MY SPIDER-SIGNAL!
THAT WAS CITY PROPERTY! TENS OF THOUSANDS OF TAXPAYER DOLLARS!
WHY YOU WEB-HEADED HALF-WIT! WHAT DO YOU HAVE TO SAY FOR YOURSELF?!
WELL?!
WELL WHAT? ISN'T IT OBVIOUS, YOUR HONOR?
APPARENTLY I PASSED YOUR LITTLE TEST.
TEST?! WHAT ARE YOU TALKING ABOU--
A GIANT BEACON IN THE SKY, ANNOUNCING TO ALL MY ENEMIES WHERE THEY CAN FIND ME.
ONLY AN IDIOT WOULD PUT THAT INTO EFFECT. AND MAYOR J. JONAH JAMESON IS NO IDIOT.
SO CLEARLY IT WAS A TEST.
AND I PASSED.

I-- UH--
YES.
WELL DONE.
IN THE FUTURE, I WILL PROVIDE YOU WITH A SHIELDED NUMBER. YOU MAY REACH ME THAT WAY.
AND THAT WAY ONLY. IS THAT UNDERSTOOD?
YES.
NOW WHY DID YOU CALL ME HERE?
PRATCHETT? EXPLAIN.
WE'VE BEEN GETTING REPORTS OF A NUMBER OF BIRD-LIKE CREATURES COMMITTING CRIMES AROUND THE CITY--
I KNOW. THAT CASE IS ALREADY ON MY DOCKET.
THIS HAS BEEN A COLOSSAL WASTE OF TIME.
ACTUALLY, WE HEARD YOU ENCOUNTERED SOME OF THEM LAST NIGHT...
...AT A NIGHTCLUB CALLED MJ'S. WE WERE HOPING YOU COULD FILL US IN.
THAT CLUB USED TO BE CALLED THE WAKE. IT WAS ONE OF ADRIAN--
--THE VULTURE'S OLD HIDEOUTS. HE'S OBVIOUSLY BEHIND THIS. HIM OR A COPYCAT.
AGREED. AND SINCE YOU AND COOPER SUCCESSFULLY WORKED THAT LAST CASE TOGETHER...
...WE WERE HOPING TO TEAM YOU UP AGAIN.
WHAT?
I THOUGHT YOU DIDN'T WANT ME WORKING WITH SPIDER-MAN.
OBVIOUSLY I'VE CHANGED MY MIND.
LOT OF THAT GOING AROUND.
WHAT?
NOTHING.
VERY WELL. I HAVE AN IDEA. BUT I'LL NEED ACCESS TO YOUR POLICE LAB FIRST.
IF YOU'RE ALL OKAY WITH THAT?
OF COURSE.
CARRY ON.

IT'S OFFICIAL. I'VE STEPPED THROUGH THE LOOKING GLASS. DOC OCK'S MIND HAS BEEN IN MY BODY FOR TWO WEEKS...
...AND HE'S ALREADY GOT JAMESON EATING OUT OF HIS HAND...
DZZZ
...NOT TO MENTION FULL ACCESS TO THE NYPD.
HOW ARE YOU DOING IT, DOC?
DID YOU SAY SOMETHING?
WHOA. DID YOU FINALLY *HEAR* ME?
WHAT ARE YOU DOING, PETER?
ADJUSTING THE LENSES IN MY MASK TO DETECT THE MAGNETIC SIGNATURE THAT THE VULTURE'S WINGS--
YOU *COULD'VE* DONE THIS IN YOUR *OWN* LAB. YOU JUST DID THIS TO PUSH THE MAYOR AROUND.
TO BULLY HIM. NO. TO *MANIPULATE* HIM.
CARLIE, WAIT! I CAN EXPLAIN.
I'M *NOT* DOC OCK. I'M *SPIDER-MAN!*
THAT'S NOT YOU.
GOOD OL' SPIDEY.
MESSING WITH JONAH.
HOW'S THAT *NOT* ME?
NO. I MEAN...
DZZZ
CAREFUL, CARLIE!
NEVER MIND.
VERY WELL. NOW IF YOU'LL EXCUSE ME.
BUT I THOUGHT WE WERE WORKING TOGETHER ON THIS ONE?
THERE IS NO NEED FOR THAT. WITH THESE NEW ADJUSTMENTS, I'LL LOCATE THE VULTURE IN NO TIME...
...AND THEN DEAL WITH HIM ONCE AND FOR ALL.
OOH. I DO *NOT* LIKE THE SOUND OF THAT.
ME NEITHER. WHAT ARE YOU UP TO, OTTO?

THE NEW UPGRADE IS FUNCTIONING FLAWLESSLY.
WON'T BE LONG TILL I SUSS YOU OUT, TOOMES...
...AND PUT MY PLAN TO WORK.
"PLAN"? OCK, THIS'S THE VULTURE WE'RE TALKING ABOUT. THE *OLD GUY* WITH WINGS.
REMEMBER? YOUR PAL FROM THE *SINISTER SIX?* GO EASY ON 'IM, OKAY?
HMM.
ADRIAN TOOMES. HOW LONG HAS IT BEEN?
I STILL RECALL THE EARLY YEARS...
...IF ALL ELSE FAILS, LEAD THE PEST BACK HERE.
WE'LL HAVE SOME SURPRISES WAITING FOR HIM.
WHAT'S THE MATTER, VULTURE?
DON'T WANT TO JOIN KRAVEN AND THE OTHERS ON HIS LITTLE *"HUNTING PARTY"*?
THEY'RE A BUNCH OF BRUTES AND THUGS. BARELY A BRAIN BETWEEN THEM.
HOLD ON. HOW DID I GET *HERE?*

ONE SEC I'M SWINGING ALONGSIDE OTTO AND THE NEXT I'M...
HEY! I KNOW THIS PLACE! IT'S ONE OF THE FIRST SINISTER SIX BASES.
I'M INSIDE ONE OF *DOC'S* MEMORIES! WELL *THAT'S* NEW.
YOU'RE DIFFERENT, THOUGH. THIS BASE. YOUR INVENTIONS... VERY IMPRESSIVE.
THANK YOU. AS IS YOUR FLYING HARNESS. CLEVER DESIGN, VULTURE.
PLEASE, CALL ME ADRIAN.
NOW WHAT DO YOU SAY WE WORK ON SOME OF THESE DEATH TRAPS OF YOURS?
AGREED... ADRIAN.
SO? WHAT WILL *YOU* DO, ONCE WE'VE KILLED THE BUG?
HOPEFULLY I'LL PULL OFF THAT *ONE* BIG SCORE. THAT'S ALL I'VE EVER WANTED.
BUT THAT ANNOYING BRAT KEEPS GETTING IN THE WAY.
AND YOU, OTTO? WHAT ARE YOU AFTER?
OH MY AMBITIONS GO FAR BEYOND SIMPLE LARCEN--
YES! NUMEROUS MAGNETIC TRAILS ALL CONVERGING... HERE.
ENOUGH DWELLING ON THE PAST. TIME TO FOCUS ON THE MATTER AT HAND.
WHAT? THIS IS *SO* WEIRD. LIKE SOMEONE HIT THE PAUSE BUTTON.
HMM. YOU'RE ON YOUR OWN FOR A WHILE, DOC.
GONNA SNOOP AROUND DOWN HERE IN YOUR HEAD. SEE IF THERE'S ANYTHING I CAN PUT TO GOOD USE.

ALMOST HOME.
WARE
SKA
GOOD. I HAVE TO PEE.
BOSS? WE'RE BACK.
ALL THE JEWELRY AND STUFF...
...EVERYTHING ON THE LIST. IT WAS ALL WHERE YOU SAID.
WE DO GOOD, BOSS? WE GET TO KEEP OUR FLYING PRIVILEGES?
BETTER THAN THAT, MY LITTLE ANGELS.
YOU ALSO GET--GAME TOKENS!
YOU'RE THE BEST, BOSS.
YES. I AM. NOW TONIGHT...
...WHO WANTS PIZZA?
ME!
OUTTA THE WAY!

ADRIAN! DON'T MOVE!
WHAT'S THIS? YOU WERE FOLLOWED?
SORRY, BOSS!
SPIDER-MAN!
TOOMES, WAIT. HEAR ME OUT. I HAVE A *PROPOSITION* FOR YOU.
I'M SERIOUS. YOU STOP *RIGHT NOW*--
NO MORE CRIMES, SCHEMES, OR MASTER PLANS.
WALK AWAY FROM THIS LIFE...
KAWW!
...AND I WILL *GIVE* YOU EVERYTHING YOU'VE ALWAYS *WANTED.*
AN ENORMOUS NEST EGG YOU CAN FINALLY RETIRE ON.
WHAT DO YOU SAY?
YOU-- YOUNG, IMPUDENT PEST!
ALWAYS WITH THE JOKES!
DESTROY HIM!

KAW!
WHAT?! NO!
I AM NOT JOKING!
THIS IS REAL!
I HAVE HIDDEN BANK ACCOUNTS-- AHH!
AROUND THE GLOBE!
FIFTY MILLION DOLLARS-- GRR!
--IT COULD ALL BE YOURS! IF YOU'D JUST-- OWW!
THWAK
I'M GIVING YOU AN OUT!
NO MORE WINGED CONTRAPTIONS! BIRD-THEMED LAIRS! OR CIRCUS MIDGET HENCHMEN!
KAW!
LISTEN TO ME!
I'M TRYING TO GIVE YOU WHAT YOU ALWAYS WANTED!
EVER SINCE YOU WERE A--
YOU SEE THAT?!
HE HIT GULLY!
WUNK

UNHH...
I THOUGHT--
YOU'RE NOT USING DWARVES OR MIDGETS. THAT'S--
--A LITTLE BOY.
WHOA! WHAT'S GOIN' ON?
WHAT IS THIS, DOC? ANOTHER MEMORY?
WHERE ARE YOU TAKING ME--
--THIS TIME?
OH.

FWAP
WHAT, BOY?! YOU THINK I'M MADE A' MONEY?!
EVERY LIGHT, OTTO!
YOU LEFT EVERY DAMN LIGHT IN THE HOUSE ON! *WHO'S* GONNA PAY FOR THAT?!
YOU?! OR *ME?!*
WHAT SHOULD I DO? JUMP IN?
IT'S *OTTO'S PAST.* CAN I CHANGE IT? IS THAT EVEN *POSSIBLE?*
I...I'M...
I'M SORRY, POPPA.
YOU MADE ME STRIKE A CHILD.

WHY?!
WHY ON EARTH WOULD YOU USE *CHILDREN?!*
OH, PLEASE. I'VE *ALWAYS* PREYED ON AND LIVED OFF THE YOUNG...
...AND DISENFRANCHISED. MY LAST MINIONS WERE *ALSO* RUNAWAYS AND YOU WEREN'T NEARLY AS--
ACCESSING PARKER'S MEMORIES...
THOSE WERE TEENAGERS! THIS IS DIFFERENT.
THIS IS *TOO FAR.*
DON'T LOOK SO SHOCKED, WEB-HEAD.
YOU KNOW ME. I'M THE VULTURE. THIS IS WHAT I AM.
NO. YOU'RE ADRIAN TOOMES. AND IT'S LIKE I'M LOOKING AT YOU FOR THE *FIRST* TIME.
AND WHAT I SEE IS A *MONSTER!*
ONE THAT MUST BE STOPPED AT *ANY COST!*
SPIDER-MAN? WHAT'S COME OVER YOU?

KEEP AWAY FROM ME!
TOOMES!
THWIP
SEE THAT? PUSHED US ALL OFF WITHOUT EVEN TRYING.
WAY HE MESSED UP GULLY, I SAY LET 'IM GO.
BUT THE BOSS--?
BOSS IS THE VULTURE. HE BEATS UP SPIDEY ALL THE TIME. HE'S GOT THIS.
BESIDES, WE HAVE GAME TOKENS!
YOU WERE A FOOL TO FOLLOW ME, SPIDER.
OUT HERE, UP IN THE SKY, WE'RE IN MY ELEMENT.
THOUGHT YOU'D HAVE LEARNED THAT BY NOW.
YOU STILL DON'T GET IT, DO YOU, ADRIAN?
THIS IS NOT SOME OLD CONFLICT YOU'VE FOUGHT A MILLION TIMES...

...THIS IS SOMETHING NEW! EVERYTHING YOU KNOW ABOUT ME IS WRONG!
HE--I ALWAYS WENT EASY ON YOU. FIGHTING AN OLD, PATHETIC SENIOR CITIZEN--
AHKK--
--WITH ARMS THAT HAVE TRADED BLOWS WITH THE HULK!
THOK
YOU LUNATIC!
YOU'RE TRYING TO KILL ME!
HIS SUIT! HE'S IMPROVED ON IT.
IT'S MANIPULATING GRAVITY AT UNHEARD OF LEVELS.
GREATLY AMPLIFYING HIS STRENGTH.
OH, I'LL DO MORE THAN TRY, "OLD FRIEND."
DEE-DEE-DEE
NOT SO OLD. MY HEARING'S STILL EXCELLENT.
AND I KNOW THAT WARNING SOUND.
YOUR WEB-SHOOTER'S LOW ON WEB-FLUID.
WHAT SAY WE GO HIGHER, BUG?
DEE-DEE-DEE
BLAST IT!
LOOKS LIKE I INHERITED EVERYTHING FROM PARKER--
--INCLUDING HIS INFERNAL LUCK!

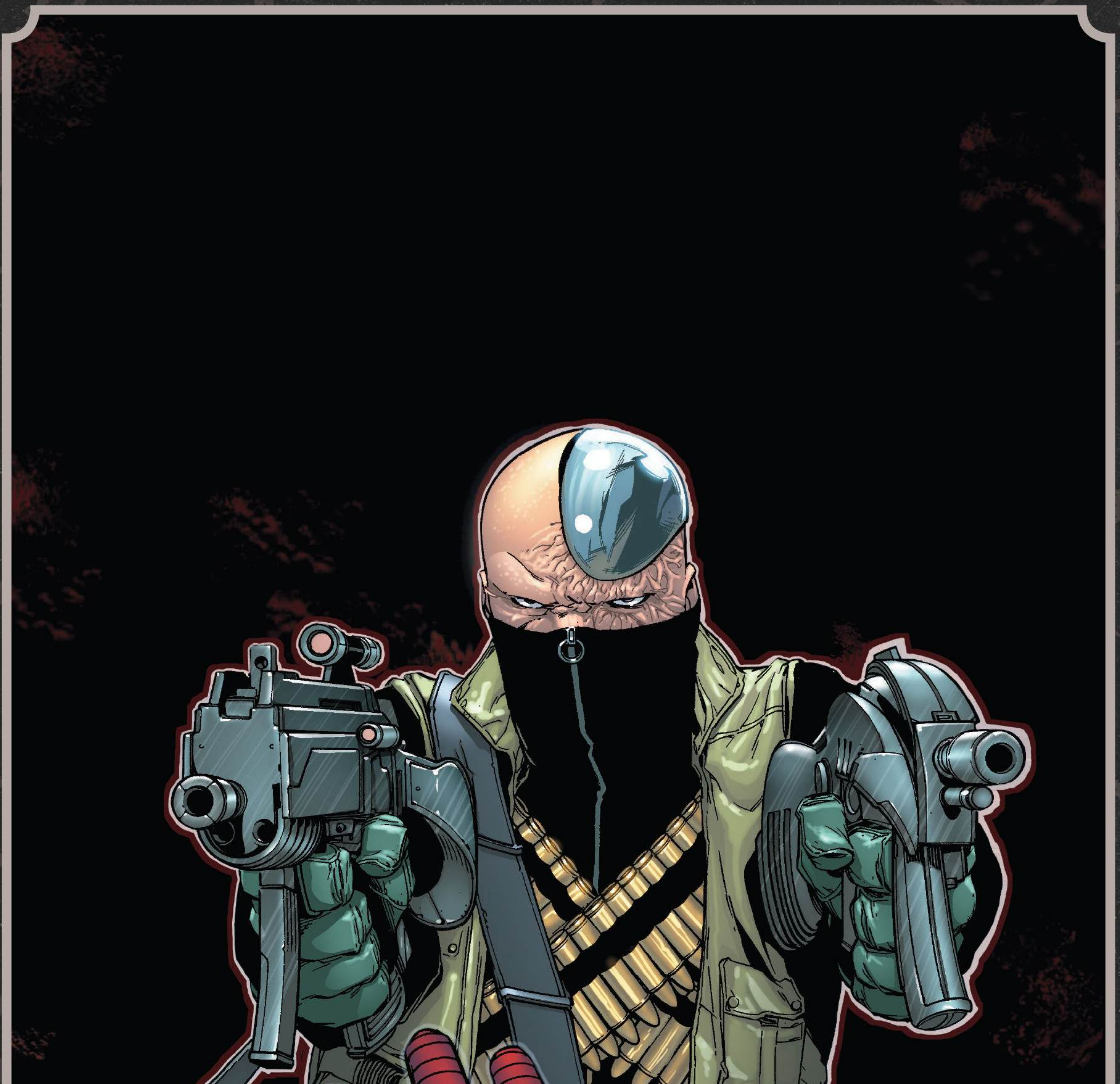
TELL YOU WHAT, SPIDER. I'LL GO EASY ON *YOU*. WHICH WAY WOULD YOU RATHER DIE?
THE DROP?
OR 80 TIMES THE FORCE OF GRAVITY SNAPPING YOUR NECK?
P-P-PUH--
SPEAK UP. I CAN'T HEAR YOU.
P-PLAN EPSILON TWO.
TEKK

KLIK
HMM
K-K-RKZZ
WE JUST LOSE POWER?
HEY, YOU HEAR THAT?
THE ROOF!
KRZZ-ZK-KK
OH MY...
HEH. ADORABLE.
YOUR BUG EYES ARE BLACKING OUT.
N-NO, YOU DOLT. P-POLARIZNG LENSES.

ZZWHOOOM
AHHH!
MY EYES! I-I CAN'T...

HELP ME!
WHAT? YOU CAN'T SEE?
POOR, BLIND OLD FOOL. I'LL HELP YOU.
BECAUSE I CAN SEE THINGS PERFECTLY.
THIS WORLD HAS NO MORE USE FOR YOU, TOOMES.
HERE. LET ME HELP YOU--STEP INTO THE LIGHT.
KSHHHN
GOOD GOD!
WHAT HAVE YOU--?
THIS MAN'S BURNED-- CUT TO PIECES.
THE SPIDER-MAN I KNOW WOULD NEVER DO SOMETHING LIKE THIS.
NEVER.
SAY SOMETHING.

I--
I'VE ERRED. HAVEN'T PLAYED MY "PART" WELL.
THIS WOMAN KNOWS PARKER--AND SHE CAN TELL SOMETHING'S OFF.
THINK! I HAVE HIS MEMORIES-- WHAT WOULD PARKER DO?
HEY, HOW'D YOU DRAG ME UP HERE, DOC?
YOU RUB MY LAMP OR SOMETHING?
LISTEN TO ME.
GEEZ! IS THAT THE VULTURE?! OTTO, WHAT'D YOU DO? CARLIE! GET OUTTA HERE!
WHAT WOULD HE SAY?
CARLIE, THE LAST TIME WE FACED THE VULTURE, HE GOT AWAY BY PUTTING YOUR LIFE IN DANGER.
AND REMEMBER WHAT YOU SAID?
THAT HE DID IT BECAUSE HE KNEW THE KIND OF MAN YOU ARE. THAT YOU'D DO THE RIGHT THING.
AND TONIGHT HE WAS HARMING CHILDREN. I COULDN'T LET HIM GET AWAY THIS TIME. TRUST ME. HE HAD TO KNOW--
--WHAT KIND OF MAN YOU ARE NOW...
...PETER.
AH. GOOD. YOU SEE.
ACTUALLY, OTTO...
GOD HELP HER.
I THINK SHE DOES.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SUPERIOR *Spider-Man #4* "THE AGGRESSIVE APPROACH"

I HAVE SPENT A MONTH INSIDE PETER PARKER'S HEAD. AND I HAVE FOUND HIM *WANTING.*
HE WAS A MAN OF *LIMITED* VISION. NO PLANS. NO SCHEMES. JUST *BLINDLY* GOING FROM ONE THING TO THE NEXT.
THAT WILL *NOT* BE ME.
GO FORTH, MY PETS, AND SHOW ME...
...*EVERYTHING.*
MOST SPIDERS HAVE EIGHT EYES. AS OF TONIGHT, THANKS TO MY *SPIDER-BOTS,* I SHALL HAVE EIGHT *THOUSAND.*
REST EASY, NEW YORK. YOUR HERO, *DR. OTTO OCTAVIUS,* THE *SUPERIOR* SPIDER-MAN, IS WATCHING OVER YOU.

THIRD BREAK-IN THIS EVENING. ALL THREE OFF PARKER'S REGULAR PATROL ROUTES.
MACHINE ROOM FOR FREIGHT SERVICE ELEVATOR
AHH!
ON AVERAGE, I'M APPREHENDING FOUR TIMES AS MANY CRIMINALS AS MY PREDECESSOR.
AND HAVE PREVENTED THE THEFT OF AN ADDITIONAL TWELVE MILLION DOLLARS IN PROPERTY.
HMM.
I'M ALSO DOING A FAR BETTER JOB TYING UP LOOSE ENDS.
CASE IN POINT: ROUNDING UP **VULTURE'S** UNDER-AGED MINIONS.
WHAT'RE YOU GONNA DO TO US?
NOTHING. THOSE WILL DISSOLVE IN AN HOUR.
BY THEN, ***CHILD SERVICES*** WILL BE HERE. AND YOU'LL BE ***THEIR*** PROBLEM.
C'MON, GULLY. MOVE IT!
RUN ALL YOU WANT, CHILDREN. I **WILL** FIND YOU. IT'S ONLY A MATTER OF TIME.
SPIDEY?! ALL RIGHT, GUYS. YOU KNOW THE DRILL.
OF COURSE WITH MY *NEWFOUND* EFFICIENCY...
...ALSO COMES NEWFOUND RESPECT.
EASY, WALL-CRAWLER. YOU GOT US, OKAY?
WE DON'T WANNA END UP LIKE *BOOMERANG* OR THE VULTURE, ALL RIGHT?
SMART MOVE, RABBIT.

MY SPIDER-BOTS KEEP ME ABREAST OF ALL THE SITUATIONS THAT MERIT MY ATTENTION...
UNIT #782.
CLASS THREE FIRE IN PROGRESS ON BLEECKER AND--
...AND A FEW THAT DO *NOT.*
REROUTE THE CALL TO THE LOCAL FIRE DEPARTMENT.
OTTO? WHAT ARE YOU DOING?
YOU'RE GOING THE WRONG WAY!
I HAVE PLACES TO BE.
AND I'VE ALREADY DONE *FAR* MORE THAN MY SHARE.
WELL, FAR MORE THAN PARKER EVER DID.
DOC!
WHEN YOU'RE SPIDER-MAN YOU DON'T GO BY *VOLUME!*
ARE YOU TRYING TO BE A *HERO* OR NOT?! YOU TOOK AN OATH, MAN! WITH GREAT POWER--
NAGGING VOICE IN MY HEAD, TELLING ME TO GO BACK.
IGNORE IT. THERE ARE MORE IMPORTANT THINGS TO DO. I HAVE *RESPONSIBILITIES.*
WHAT?! WHAT'S MORE IMPORTANT THAN--

OH...AUNT MAY'S THERAPY SESSION.
NNHH.
KEEP AT IT, DEAR. HOW'S SHE DOING, SHA SHAN?
EXCELLENT. YOU SEE? WE'LL HAVE YOU UP AND AROUND IN NO TIME. *WITHOUT* THAT CANE.
GREAT! MAY HERE IS ONE HECK OF A FIGHTER.
PETE, PLEASE. DON'T GET HER HOPES UP.
HONESTLY? I'M JUST SO HAPPY YOU'VE TURNED OVER A NEW LEAF, DEAR.
WHAT? HOW?
PECK
SPENDING SO MUCH TIME WITH ME, PETER. YOU'RE GONNA SPOIL ME.
OKAY, I *WAS* WORRIED ABOUT YOU AND MJ--
--BUT NOW *MAY*?!
YOU ARE *REALLY* WEIRDING ME OUT HERE!
EXCUSE ME.
DOCTOR? A WORD. WHAT KIND OF SURGERY CAN WE DO TO GET MY AUNT WALKING AGAIN?
WE'VE BEEN THROUGH THIS, MR. PARKER.
MAY'S TOO OLD FOR RADICAL SURGERY. THE CANE IS HER BEST OPTION.
THANK YOU FOR YOUR OPINION, "*DOCTOR*."

BUT OBVIOUSLY YOU'RE NOT A MAN OF MY UNPARALLELED INTELLECT.
HORIZON
ROBOT! WE HAVE WORK TO DO.
WHIRR-CLICK. HOW MAY I ASSIST YOU, DOCTOR?
I REQUIRE NEURO-CIRCUITRY, HYDRAULIC PUMPS, AND COFFEE.
LOTS OF COFFEE. THIS WILL BE A LONG BUILD.
...ANOTHER WELD THERE. GOOD. ALMOST DONE.
AH, PARKER. IF YOU COULD SEE ME NOW...
...YOU'RE ABOUT TO GET CREDIT FOR ANOTHER ONE OF MY INGENIOUS INVENTIONS.
TRUST ME, DOC. AFTER MJ AND NOW MAY...THE ONLY THING THAT'D MAKE ME HAPPY...
...IS IF YOU WERE BUILDING A ROBOT GIRLFRIEND.
THERE. FINISHED.
PHONE, CALL MAX MODELL.

MAX. FINALLY.
A NEW INVENTION. A *REVOLUTIONARY* ONE.
MR. PARKER? WHAT'S THIS ALL ABOUT?
PETER, YOU UNDERSTAND I'M THE *HEAD* OF HORIZON LABS? I'M NOT USED TO BEING *SUMMONED.*
WE HAVE PROCEDURES. BEFORE REACHING ME, *ALL* PROJECTS ARE TO BE RUN BY A FELLOW MEMBER OF YOUR THINK TANK.
LIKE THE GUY NEXT DOOR. HELLO?
max
USA BASKETBALL 7
UATU JACKSON. MAX MODELL. GREETINGS.
CARE FOR A TASTY BEVERAGE? WHIRR-CLICK.
NO THANKS.
SORRY.
HMPH. ENOUGH FORMALITIES.
BIRD
HERE. A NEW LIGHTWEIGHT *EXO-LIMB.*
WITH A *NEURO-INTERFACE* GRAFTED TO THE SPINE AND BRAIN, THE INJURED WILL WALK AGAIN.
THE FIRST TRIAL, OF COURSE, WILL BE WITH MY AUNT MAY.
HOLY--
HUMAN TRIALS?!
WHAT ARE YOU? DOCTOR FRANKENSTEIN?
THAT'S *DOCTOR PETER PARKER.*
YOU'D DO WELL TO REMEMBER THAT.

OH, HERE IT COMES! THIS'S GONNA BE *GOOD.*
ACTUALLY, IT'S *MISTER* PETER PARKER. I'M FAMILIAR WITH YOUR RESUMÉ.
ON TOP OF EVERYTHING TODAY, PETER, DON'T INFLATE YOUR CREDENTIALS.
WHAT?
THAT CAN'T BE RIGHT. ACCESSING MEMORIES.
LOOK ALL YOU WANT, DOC. YOU'RE NOT GONNA LIKE WHAT YOU FIND.
"ACCESSING MEMORIES"? WHOA. HE'S LOST IT.
USA
HIGH SCHOOL. COLLEGE. GRAD SCHOOL.
A CREDIT SHORT.
AND NO THESIS.
I NEVER--
NO!
I WON'T STAND FOR THIS!
I RECEIVED MY DOCTORATE BY THE TIME I WAS SIXTEEN!
PARKER?! WHAT HAVE YOU DONE WITH YOUR LIFE?!
I *REFUSE* TO LIVE IN A WORLD WITHOUT MY WELL-EARNED TITLE!
THIS MUST BE RECTIFIED *IMMEDIATELY!*
UNBELIEVABLE.
TASTIER BEVERAGE?
"TASTIER?"
ADDED SUGAR. HUMANS LIKE SUGAR.
USA
7
I'M A DOCTOR, DAMN IT. A DOCTOR!

RAVENCROFT
DOCTOR...
...ASHLEY KAFKA.
ACCESS GRANTED.
STAY CLOSE, MR. HENDRICKS. OKAY?
DON'T GET IT, DOC. WHY DOES THIS INMATE SPOOK YOU SO MUCH?
I MEAN, WE GOT ALL KINDS A' *SUPER-HUMAN* CRAZIES LOCKED UP HERE.
BUT *MASSACRE?* HE'S GOT NO POWERS. HE'S JUST A GUY.
YOU'RE WRONG. HE'S ACTUALLY *LESS* THAN HUMAN.
MARCUS LYMAN'S BRAIN IS PHYSICALLY DAMAGED. HE'S *INCAPABLE* OF ASSIGNING ANY VALUE TO HUMAN LIFE.
THE DOOR, MR. SEABORNE?
YES, MA'AM.
RAVENCROFT
THE MAN'S THE HIGHEST FUNCTIONING SOCIOPATH I'VE EVER--
SEABORNE?
KAFKA

IF THAT'S SEABORNE, THEN--
PLEASE DON'T--
KRAK
DR. KAFKA, STOP. YOUR PSYCHO-BABBLE ISN'T GOING TO WORK ON ME.
I-I KNOW, MARCUS.
BUT I ALSO KNOW YOU'RE A MAN OF *LOGIC*. AND YOU KEEP YOUR WORD.
SO HEAR ME OUT. YOU *NEED* ME TO GET OUT OF HERE--
NO. THAT'S NOT TRUE, DOCTOR ASHLEY KAFKA.
I DON'T NEED *ALL* OF YOU.

CHECK OUT THE EYE CANDY.
HEY, YOU NEW ON CAMPUS?
NO, I'VE BEEN HERE BEFORE...
A COUPLE TIMES AS PARKER. AND *ONCE*, LONG AGO, IN MY YOUTH.
...BUT IT'S BEEN AWHILE.
WELL, IF YOU NEED SOMEONE TO SHOW YOU AROUND? I'M JUDY.
THANK YOU, JUDY. I'LL KEEP THAT IN MIND.
EASY, OTTO. *I'M* TOO OLD FOR THOSE GIRLS. AND YOU?
YOU'RE TOO OLD FOR THEIR *MOTHERS.*
EMPIRE STATE UNIVERSITY. THIS TAKES ME BACK.
MARLA JAMESON
NO, WHAT IT *DOES* IS IT TAKES YOU *AWAY* FROM BEING SPIDER-MAN.
WHAT'RE YOU *THINKING?* YOU HAVE A FULL-TIME JOB! *AND* YOU'RE AN *AVENGER!*
WHAT? YOU'RE GONNA WALK AWAY FROM *MORE* FIRES BECAUSE YOU WANT ANOTHER DEGREE?! THAT'S *INSANE!*
MR. PARKER. THERE YOU ARE.
DEAN GOLDMAN.
I CAN'T TELL YOU HOW *THRILLED* WE ARE TO HAVE SUCH AN ILLUSTRIOUS ALUMNUS REENROLL.
THINK NOTHING OF IT.
BUT AFTER SUCH A GENEROUS DONATION...
OF MY MONEY!
...AND A REFERENCE FROM SPIDER-MAN HIMSELF?
STILL CAN'T BELIEVE YOU *DID* THAT.
HOW COULD WE SAY "*NO*"? THIS WAY PLEASE.
UGH. I'M OUTTA HERE.

THERE'S THE MATTER OF YOUR THESIS. AND YOU STILL HAVE A CREDIT IN *ADVANCED PHYSICS* TO COMPLETE.
WE *ARE* PARTWAY THROUGH THE SEMESTER. SURE YOU'LL BE ABLE TO CATCH UP?
CHILD'S PLAY.
GLAD YOU THINK SO. MOST STUDENTS FIND DR. LAMAZE'S CLASS TO BE *MOST* CHALLENGING.
READ UP. NEXT WEEK WE'LL BE DISCUSSING PYM'S THEORY OF DIMENSIONALLY DISPLACED MASS.
THE GOOD DOCTOR HERE WILL ALSO BE ON YOUR REVIEW BOARD.
AH. THE FAMOUS MR. PARKER. NICE TO FINALLY MEET YOU.
HA! DON *"THE SCHNOZ"* LAMAZE? IS THIS FOR REAL?
UNBELIEVABLE. YEARS AGO, LAMAZE AND I WERE CLASSMATES TOGETHER. THE MAN'S AN IDIOT. A BUFFOON.
"SCHNOZ"? NO ONE'S CALLED ME THAT IN...
...YEARS.
I'LL SEE *YOU* BRIGHT AND EARLY ON MONDAY, PARKER.
BE PREPARED TO *IMPRESS* ME.
UM.
WOW! NICE FIRST IMPRESSION, SLICK.
HERE. IF YOU'RE GOING TO SURVIVE THIS CLASS, YOU'RE GOING TO NEED THIS.
WHAT? "A. MARCONI: TUTOR. CHEMISTRY AND PHYSICS."
I, OF *ALL* PEOPLE, DO NOT NEED--
MISS? WHERE DID SHE GO?
PRIORITY ONE CALL FOR SPIDER-MAN FROM THE MAYOR'S OFFICE.
PUT IT THROUGH.
YOU'RE NEEDED RIGHT AWAY...

"...AT RAVENCROFT ASYLUM."
MAYOR JAMESON. CHIEF PRATCHETT. OFFICER COOPER. WHAT DO WE HAVE HERE?
ANOTHER *ESCAPE*, WEB-SLINGER.
EIGHT DEAD THIS TIME.
FIRST DOCTOR OCTOPUS, THEN MORBIUS, AND NOW *THIS*.
IT'S ONE BREAKOUT AFTER ANOTHER IN THIS CITY. BUT THIS ONE IS ALL ON *YOU!*
THIS AGAIN? I THOUGHT YOU WERE PAST BLAMING EVERYTHING ON "*SPIDER-MAN*."
OBVIOUSLY, I WAS WRONG.
STOP BICKERING, OCK. WE GOTTA FIND OUT WHO DID THIS. WHICH ONE OF THESE LUNATICS GOT OUT.
POLIC
IT WAS MARCUS LYMAN. MASSACRE. A MASS KILLER.
A MAN WHOSE LIFE *YOU SAVED.*
YOU *PROMISED* ME HE WOULD NEVER ESCAPE. THAT HE WOULD *NEVER* KILL AGAIN.
NO! *I* DIDN'T--
EIGHT MORE MEN AND WOMEN ARE *DEAD*. AND THEIR *BLOOD* IS ON *YOUR HANDS*.
BUT I--
YOU'RE RIGHT. I WAS A *FOOL*.
JONAH, I'M SO SORRY.
WAIT. YOU SAID MEN *AND*...

...WOMEN.
ASHLEY. WHAT DID HE *DO* TO YOU?
I BELIEVE YOU KNEW DR. KAFKA, ONE OF TODAY'S FIRST VICTIMS.
LYMAN TOOK ONE OF HER EYES TO GET PAST THE RETINAL SCANNER.
SHE-- WAS A FRIEND.
POLICE
THIS *IS* ALL MY FAULT.
I HAVE TO *DO* SOMETHING! GOTTA GET CONTROL OF MY BODY! FIND MASSACRE--
--AND BRING HIM TO *JUSTICE* ONCE AND FOR ALL!
I SWEAR, NO ONE ELSE DIES TODA--
THAT'S IT! NOT ONE MORE *INNOCENT* LIFE!
I WAS AN *IDIOT* TO LET THIS LUNATIC LIVE! THAT STOPS NOW!
I GIVE YOU MY WORD, JAMESON. I WILL ***END THIS MAN!***
NO! THAT'S NOT HOW WE DO THIS! WE DON'T GET TO DECIDE WHO--
WHERE IS HE ***NOW?!***

"WHERE'S MASSACRE?!"
SLRRRP
Burger Town WESTCHESTER
SLRRPTZ-TK-TK
DO YOU HAVE *MOCHA COLA?* THIS IS PHIZZY COLA.
I DON'T LIKE PHIZZY COLA.
UM. BURGER TOWN IS A SUBSIDIARY OF PHIZZY CO.
WE ONLY SERVE PHIZZY COLA.
THAT'S A SHAME. I'D ***KILL*** FOR A MOCHA COLA.

BURGER TOWN CUSTOMERS, THESE ARE THE *RULES:* MOBILE DEVICES, CAR KEYS, AND WALLETS ON THE FLOOR.
I LOCK YOU UP IN THE BACK. AND NO ONE HAS TO DIE.
THIS MEAL. YOUR MONEY. ONE OF YOUR CARS. AND I'M GONE.
IT ACTUALLY MAKES MY LIFE EASIER. I CONSERVE MY AMMO. AND SO LONG AS NONE OF YOU TRY TO BE A *HERO*...
THIS WILL ALL WORK OUT JUST FINE FOR...
...EVERYONE.
YOU HAD TO DO THAT, DIDN'T YOU?
SILENT ALARM
YOU SHOULD KNOW, THIS *GUN* DIDN'T KILL ANYONE.
I DIDN'T KILL ANYONE.
THAT MAN DID. HE BROKE THE RULES.
BRRRT BRRRT BRRRATT

WAHH
SHH...
SWRPTZ-ZK-KK
IT'S ALL RIGHT. I LEFT YOU ALIVE ON PURPOSE. I NEED YOU AS HOSTAGES.
FOR NOW.
"HE'S CRAZY..."

...PARKER'S GONE FULL ON *MAD-SCIENTIST.*
AND HE'S RIGHT THERE IN THE LAB NEXT DOOR. WITH A SUGAR-PUSHING KILLER ROBOT.
HERE. *EMP GENERATOR* SHOULD TAKE CARE OF IT, IF IT TRIES ANYTHI--
USA
N.E.R.D
STOP WHAT YOU'RE DOING.
SPIDER-MAN? HOW DID YOU GET IN HERE?
OH GEEZ! YOU'RE FRIENDS WITH PARKER! HE SENT YOU TO *GET* ME, DIDN'T HE?
WHAT? NO. LOOK, I DON'T HAVE TIME FOR THIS.
IT PAINS ME TO SAY IT, BUT I NEED *YOUR* HELP.
ME? WHY DO YOU--?
YOUR FACIAL RECOGNITION SOFTWARE.
I...FIGURED IT OUT A WHILE BACK. *YOU* GAVE IT TO THE WRAITH.
AND IT HELPED HER LOCATE AND HUNT DOWN CRIMINALS. DON'T DENY IT.
YEAH. THAT WAS ME. BUT NOBODY KNOWS--
I CAN KEEP YOUR SECRET, JACKSON.
BUT YOU MUST HELP ME INCORPORATE YOUR PROGRAM INTO MY SPIDER-BOTS.
THERE'S A *MASS MURDERER* HEADING INTO THE CITY. I HAVE TO FIND HIM BEFORE HE KILLS AGAIN!

WE'RE HERE. *TIMES SQUARE.* YOU'RE FREE TO GO.
R-REALLY? JUST LIKE THAT?
YES. BUT MAKE A SCENE, AND I OPEN FIRE.
ON BOTH OF YOU--AND COUNTLESS OTHERS.
DO YOU UNDERSTAND ME?
Y-YES.
START WALKING. EAST.
AND BE AWARE, THERE ARE TWO OPTIONS.
ONE, I BLEND INTO THE CROWD. YOU NEVER SEE ME AGAIN.
OR TWO. I FOLLOW YOU FOR FIVE TO TEN BLOCKS. IF AT ANYTIME YOU CALL OUT, I KILL YOU AND YOUR SON.
I--I BEG YOU, DON'T--
QUIET.
GO.
BEASTIE BOYS
"SO? WHERE TO NOW?"

THE VULTURE'S GONE.
YEAH. SPIDEY MESSED HIM UP GOOD.
COPS KNOW ABOUT THE HANGOUT. CAN'T GO BACK THERE.
WE STAY OUT HERE...
...WON'T BE LONG TILL ONE OF THOSE SPIDER-EYE THINGS SEES US AND--
DAMN IT! LOOK, GULLY.
WE'RE SCREWED. SPIDER'S GONNA GET US NOW!
NO. HE WON'T. SPREAD THE WORD.
THERE'S SOMEONE WHO CAN KEEP YOU ALL *SAFE* FROM THE SPIDER.
SOMEONE WHO KNOWS HIS EVERY TRICK, AND HOW TO CRUSH HIM ONCE AND FOR ALL.
AND THAT WOULD BE **ME.**

SUPERIOR *Spider-Man #5* “EMOTIONAL TRIGGERS”

IS THIS MIRANDA PULLMAN?
WHO IS THIS?
C.E.O. OF PHIZZY COLA INDUSTRIES? PARENT COMPANY OF BURGER TOWN?
THIS IS A PRIVATE NUMBER.
I'M NORAH WINTERS FROM THE DAILY BUGLE. SORRY TO CALL YOU AT HOME. I WAS HOPING TO GET--
NO COMMENT.
ARE YOU SURE? THERE'S NO STATEMENT YOU'D LIKE TO MAKE ABOUT THE BURGER TOWN MASSACRE?
GOOD DAY.
TRAGEDY IN WESTCHESTER, WHERE THE BURGER TOWN MASSACRE--
Burger Town
LIVE CCC
--27 DEAD AS A RESULT OF THE BURGER TOWN MASSACRE. MORE AS THIS STORY--
Burger Town WESTCHESTER
bbb NEWS
--ONLY TWO SURVIVORS IN THE BLOODY BURGER TOWN MASSACRE--
JERRY? I'M BACK. NEVER MIND WHO THAT WAS.
I WANT TO KNOW WHAT YOU AND YOUR TEAM CAN DO TO FIX THIS.
WE HAVE A BRANDING PROBLEM. WHEN PEOPLE HEAR "BURGER TOWN" NOW, ALL THEY THINK OF IS "MASS MURDER."
OUR LOGO'S IN EVERY SHOT AS THEY CART AWAY THOSE BODIES.
SALES ARE DOWN. STOCK IS PLUMMETING. WE'RE GETTING SLAUGHTERED HERE.
NO. I'M NOT TRYING TO BE FUNNY.
YOU'RE RIGHT. THIS IS SERIOUS.
DEADLY SERIOUS.

END THE CALL OR I WILL KILL YOU.
TELL HIM YOU HAVE TO GO. AND NOTHING MORE.
I HAVE TO GO.
bbb NEWS
YOU'RE HIM. *MASSACRE.* THE ONE WHO SHOT ALL THOSE--
YES.
BUT MY BUILDING HAS-- HOW DID YOU GET IN HERE?
I KIDNAPPED YOUR DOORMAN'S FAMILY. BUT THAT'S NOT IMPORTANT.
I'M HERE, MIRANDA, BECAUSE I HAVE A *BUSINESS* PROPOSITION.
AS YOU KNOW, MY ACTIONS HAVE TARNISHED YOUR COMPANY'S IMAGE.
APPARENTLY EVEN *MORE* THAN YOUR RECENT AD CAMPAIGN.
DVD
WHERE YOU DOCTORED OLD FOOTAGE OF BELOVED AMERICAN ICONS...
...TO ASSOCIATE THEM WITH YOUR PRODUCT. THAT DIDN'T GO OVER WELL, DID IT?
HIZZY
BUT WHAT IF YOU'D GONE THE *OTHER* WAY...
...AND HAD THE TRULY *DESPISED* ENDORSE YOUR COMPETITION?
MOCHA COLA
MOC

THAT'S WHAT I CAN DO FOR YOU.
FOR TWELVE MILLION DOLLARS, I'LL WALK INTO THE HEART OF NEW YORK, KILL EVERYONE IN SIGHT--
--AND *ALL* WHILE WEARING YOUR COMPETITOR'S LOGO.
MY GOD! THAT'S INSANE.
MIRANDA, ***LISTEN*** TO ME. NORMALLY YOU CAN'T BUY THAT KIND OF ***BAD*** PUBLICITY.
WELL TODAY, YOU CAN.
MOCHA COLA
EMOTIONAL TRIGGERS

CAN'T BELIEVE YOU ROPED ME INTO THIS.
I FAIL TO SEE THE PROBLEM, MR. JACKSON.
PETER PARKER. MAX MODELL. A NUMBER OF SCIENTISTS HERE AT HORIZON LABS BUILD EQUIPMENT FOR ME.
WHY SHOULD YOU BE ANY DIFFERENT? NOW INITIATE THE PROGRAM... PLEASE.
IT'S SO...IRKSOME TO ME THAT I'VE GONE TO UATU JACKSON, THIS SO-CALLED "CHILD PRODIGY," FOR HELP.
BUT HIS FACIAL RECOGNITION SOFTWARE WAS ALREADY COMPLETE. AND ONCE IT'S UPLOADED TO MY NETWORK OF SPIDER-BOTS...
YES!
IT'S WORKING!
I'M RECEIVING DATA FROM ALL OVER THE CITY...
...HUNDREDS OF MATCHES.
CRIMINALS. EX-CONS. PERSONS OF INTEREST...
I DON'T LIKE THIS. IT'S TOO MUCH POWER FOR ONE GUY.
WHAT? I'M NO "BIG BROTHER." I'M SPIDER-MAN.
THINK OF THIS AS PART OF A "FRIENDLY NEIGHBORHOOD WATCH."
UGH. YOU'RE KILLING MY REPUTATION, OTTO. Y'KNOW THAT, RIGHT?
BY THE TIME I GET MY BODY BACK, THERE WON'T BE ANYTHING LEFT!

I BELIEVE WE'RE DONE HERE.
AND NOW WITH THE HUNT FOR MASSACRE DEALT WITH...
...I CAN MOVE ON TO MY NEXT ORDER OF BUSINESS.
WHAT?! THERE'S NO *"NEXT"*! MASSACRE'S ON THE LOOSE! HE'S *KILLED*--AND HE'LL KILL *AGAIN!*
GO ON PATROL, YOU IDIOT! CHASE DOWN SOME LEADS! *DO SOMETHING!*
NOTHING'S MORE IMPORTANT THAN THIS! *NOTHING!*
AH. HERE WE ARE.
SULLIVAN STREET.
THE APARTMENT OF ONE *ANNA MARIA MARCONI.*
THIS SHOULDN'T TAKE LONG.
NOK NOK
HEY, SLICK.
'BOUT TIME YOU GOT HERE. FOOD'S GETTING COLD.

CASA D'ARTE FVTVR STA DEPE O
WAIT. I'M NOT HERE FOR--LOOK, MISS, ARE YOU...?
THE WORDS YOU'RE LOOKING FOR ARE "LITTLE PERSON." AND, YES, I AM.
WHAT? NO. THAT'S OBVIOUS. I CAN SEE THAT. AND I'M NOT ONE TO STATE THE OBVIOUS--
REALLY? 'CAUSE YOU JUST SAID "OBVIOUS" TWICE.
I WAS INQUIRING IF YOU ARE THE SAME PERSON WHO GAVE ME THEIR CARD.
"ANNA MARIA MARCONI: TUTOR. CHEMISTRY AND PHYSICS."
SIXTY DOLLARS AN HOUR. TWICE A WEEK. THAT'S ME.
GOOD. I'M ONLY HERE TO ASK YOU TO STOP YOUR CONSTANT EMAILS, TEXTS, AND MESSAGES.
I DO NOT REQUIRE YOUR SERVICES.
ACTUALLY, SLICK? YOU DO.
IF YOU'RE GOING TO PASS DR. LAMAZE'S CLASS.
HERE. FIRST ONE'S ON THE HOUSE. AND EACH LESSON COMES WITH A HOME-COOKED MEAL.
HAD DINNER YET?
UM. NO. IS THAT... INVOLTINI?
ANTONIONI'S ZABRISKIE POINT
THIS'S MY SPECIALTY. I'M A "SCIENCE CHEF." USING CHEMISTRY AND PHYSICS TO PREPARE AND PERFECT MY DISHES.
MY DEAR LADY, THIS--
--THIS IS BETTER THAN MY MOTHER'S.
MM-HM. NOW LET'S REVIEW THE LAST CLASS...

...AND FINALLY WE WENT OVER DR. LAMAZE'S THEORIES ABOUT *UNSTABLE MOLECULES.*
WHY TREAT THEM AS THEORETICAL PARTICALS? THEY EXIST. REED RICHARDS DISCOVERED THEM YEARS AGO.
HOPPER
YES. BUT HE KEEPS THEM A CLOSELY GUARDED SECRET. ONLY SHARING THEM WITH OTHER SUPER HEROES.
OR SUPER VILLAINS WHO'VE STOLEN THEM.
WHAT?
HA. LAMAZE IS WAY OFF. HE BELIEVES UNSTABLE MOLECULES *MIMIC* PROPERTIES OF NEIGHBORING MATTER.
THEY DON'T?
I BELIEVE THEY'RE FUNDAMENTAL BUILDING BLOCKS OF THE UNIVERSE. THEY DON'T CHANGE.
THEY MERELY ***REVEAL*** A SMALL FACET OF THEIR ***INFINITE*** POTENTIAL.
WOW. MIND. BLOWN.
I'M SORRY.
ABOUT WHAT?
I-I THOUGHT YOU WERE SOME SLICK GUY GETTING BY ON HIS LOOKS...
...BUT YOU'RE MUCH MORE THAN THAT AREN'T YOU? YOU'RE A ***GENIUS.***
THANK YOU, MS. MARCONI. I--
I LOOK FORWARD TO OUR ***NEXT*** SESSION.
OH, THIS AIN'T OVER YET, MR. PARKER. YOU'RE GETTING DESSERT. YOU EARNED IT.

HOMEMADE PIGNOLATA! FROM SCRATCH!
PERFETTO!
YOU PIG! LOOK AT YOU! CHOWIN' DOWN WHILE MASSACRE'S OUT THERE--MASSACRING PEOPLE!
EATING ALL THOSE CARBS! *AND* DESSERT! FORGET MY REPUTATION, WHEN I GET THAT BODY BACK...
...I'LL HAVE TO WORK OFF AN OTTO OCTAVIUS-SIZED *GUT!*
ZEE ZEE ZEE
MY PATROL APP!
ONE OF MY SPIDER-BOTS MUST HAVE SPOTTED--
YES!
LYMAN, MARCUS. MASSACRE
THERE YOU ARE!

PHONE, CALL CHIEF PRATCHETT.
CHIEF, THIS IS **SPIDER-MAN.** MASSACRE IS ENTERING GRAND CENTRAL STATION.
ALERT THE M.T.A. POLICE ON SITE. AND GET AS MANY ADDITIONAL UNITS THERE AS POSSIBLE.
CALLING THE COPS FOR BACK-UP...BUT I--
I NEVER THOUGHT TO DO THAT.
IT MAKES SENSE. THEY ***ARE*** TRAINED FOR THIS...
KEEP HIM BUSY. I'LL BE THERE IN TEN. SPIDER-MAN OUT.
TEN?! BUT IT'S ***FIVE*** MINUTES AWAY TOPS!
WHAT ARE YOU PLANNING, DOC?!
SWITCHING LENSES TO DETECT RADIO WAVES.
GOING BY PARKER'S MEMORIES...
...MASSACRE LIKES TO HOLD ADDITIONAL HOSTAGES IN OTHER LOCATIONS...
...ONES HE KEEPS WIRED TO EXPLOSIVES THAT HE CAN DETONATE VIA REMOTE.
GOING BY THE FREQUENCY HE USED BEFORE...
...THERE!

HOPE YOU KNOW WHAT YOU'RE DOING, OCK. EVERY SECOND WE SPEND HERE--
--MASSACRE COULD BE SLAUGHTERING INNOCENT PEOPLE LEFT AND RIGHT!
A BOTTLING PLANT AND WAREHOUSE. HMM.
MOCHA COLA
AH. EVERYONE REMAIN CALM.
I'M SPIDER-MAN, AN AVENGER.
HERE TO RESCUE YOU.
MISS, PLEASE...
MMPH!
NO SUDDEN MOVEMENTS. I WILL HAVE YOU FREED SHORTLY.
I ASSURE YOU!
MBBEEE!
YES. A SIMPLE ENOUGH DEVICE. DON'T FEAR.
I AM VERY FAMILIAR WITH THESE TRAPS. THIS WON'T TAKE LONG.
DANGER: HIGH VOLTAGE!
OKAY. SAVING LIVES. GOOD PLAN, OTTO.
BUT SPEED IT UP, OKAY?
HOW VERY SURREAL.
NOT LONG AGO I WAS TRYING TO EXTINGUISH ALMOST ALL LIFE ON EARTH.
AND NOW LOOK AT ME. HOW DID IT COME TO THIS? SAVING THE LIVES OF A PALTRY FEW...

IN THE GRAND SCHEME, DOES IT EVEN MATTER?
THERE. DONE. YOU'RE ALL FREE.
NOW IF YOU'LL EXCUSE ME, I HAVE TO--
NO! SPIDEY, WAIT! THANK YOU! I THOUGHT THAT WAS IT!
THAT I'D NEVER SEE MY LITTLE BOY AGAIN! THANK YOU *SO MUCH!*
IT WAS NOTHING, MA'AM. IT'S--
YOU'RE WELCOME. NOW I MUST BE GOING.
NICK, LOOK! IT'S HIM!
EVERYONE, CLEAR OUT!
YOU, *MASSACRE!* HOLD IT RIGHT THERE! LET ME SEE THOSE HANDS!
POLICE DEPARTMENT CITY OF NEW YORK
OF COURSE, OFFICER.
MOCHA COLA
BRRKKT BRATTT BRTTT
MOCHA COLA

BRAKKBRAKKABRATTBRRTTT
OUT OF THE WAY!
MOVE IT!
WHY WON'T YOU--?
THE DOORS!
NO SMOKING
↑ LEXINGTON AVE
THEY'RE LOCKED! ALL OF THEM!
BREAK 'EM OPEN!
NO! DON'T! LOOK--
BKAABRATTABRTTTBRATT
WHY ARE YOU MEN HOLDING TIGHT?!
THERE'S GUNFIRE! PEOPLE ARE IN THERE! WE'RE MOVING IN!
CHIEF, WAIT! WE GOT EYES ON THIS. THE DOORS, SIR.
THEY'RE RIGGED WITH EXPLOSIVES!
NYPD POLICE
EVERYONE, STAY BACK! THAT'S AN ORDER!
MR. MAYOR? DID YOU GET THAT, SIR?
THIS'S A NIGHTMARE!
NEW YORKERS ARE IN THERE WITH THAT ANIMAL!
WHOLE PLACE WIRED TO EXPLODE! NONE OF MY MEN CAN GET IN!
DAMN IT, SPIDER-MAN! YOU *PROMISED* ME YOU'D DEAL WITH THIS.
WHERE IN BLAZES ARE YOU?

BRAKKBRATTBRRTTT
AHHH!
LEXINGTON AVE.
STREET PASSAGE SUBWAY
MOCHA COLA
ARRIVALS
GOOD.
HE WASN'T ABLE TO GET TO THE UPPER WINDOWS.
I'M IN!
AND THE ELEMENT OF SURPRISE IS--
OTTO! LOOK!
HE'S ABOUT TO SHOOT THAT KID! DO SOMETHING!
GYAH!
THWIP

BRRKA
UHH
HM. SPIDER-MAN.
AND UNARMORED THIS TIME. GOOD.
BRRTTTA BRRATTA
WHY DID I DO THAT?!
I GAVE UP MY TACTICAL ADVANTAGE!
YAH
PAK
POKK
STOP IT! SOMEONE WAS BACK THERE! YOU LET HIM GET HIT!
PEOPLE ARE--
PEOPLE ARE GETTING SHOT ALL AROUND ME!
I COULD'VE ENDED THIS! FOCUS!
ONLY ONE THING MATTERS HERE--
--TAKING THIS LUNATIC OUT!
WHAK

ENOUGH.
I HAVE FIVE HOSTAGES STRAPPED TO INCENDIARY DEVICES--
--IN A WAREHOUSE TWENTY BLOCKS AWAY?
NO.
YOU DON'T.
KLIK KLIK KLIK
DOC!
WHAT THE HELL ARE YOU--?
PKOW

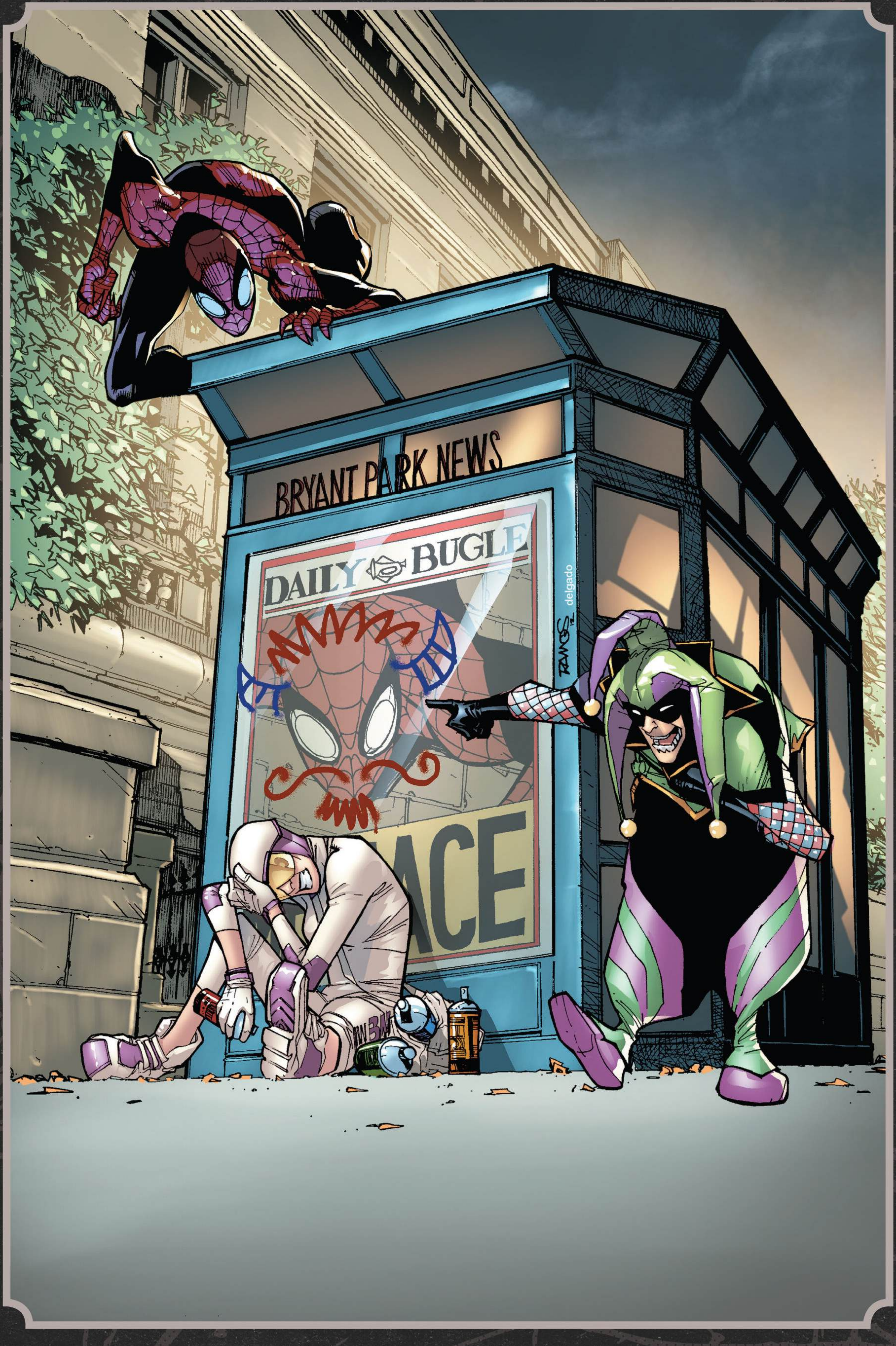
HM.
CAN'T BELIEVE HE DID--
AHH!
KAKCH
TENTACLES. ROBOTS. LASERS. DEATH TRAPS.
SO MANY WAYS I'VE TAKEN LIVES OVER THE YEARS.
FIREARMS SEEMED... BENEATH ME SOMEHOW.
MOCHA COLA
DON'T DO IT, DOC!
BUT THERE IS FINALITY IN THIS.
HE'S UNARMED. DELUSIONAL. HE NEEDS HELP!
THIS WOULD SOLVE EVERYTHING!
NO! YOU DON'T GET TO KILL ANYONE! EVEN MASSACRE! NOT WITH MY HAND!

SO WHAT *NOW?!* DO I WEB YOU UP? LEAVE YOU FOR THE COPS WITH A FRIENDLY LITTLE NOTE?
WAIT TILL YOU BREAK OUT AND KILL *AGAIN?* CAPTURE YOU *AGAIN?* OVER AND OVER?!
HOW MANY ARE *DEAD* AND *DYING* HERE?! WHEN IS IT *ENOUGH?!*
WHAT SHOULD I DO?! TELL ME!
DO IT!
I'M...

...SCARED?
FEAR. FIRST TIME IN YEARS, I-I'VE ACTUALLY FELT SOMETHING.
REAL EMOTION. IT FEELS... WONDERFUL.
HEAR THAT, DOC? MAYBE THERE'S A CHANCE HE CAN BE SAVED? CURED?
YOU GET IT NOW? THAT'S WHY WE DON'T KILL! 'CAUSE THERE'S ALWAYS HOPE.
BECAUSE PEOPLE CAN--
THIS CHANGES NOTHING.
YOU ARE WHO YOU ARE. THAT KILLER WILL ALWAYS BE HIDING INSIDE YOU.
THERE IS ONLY ONE SOLUTION HERE.

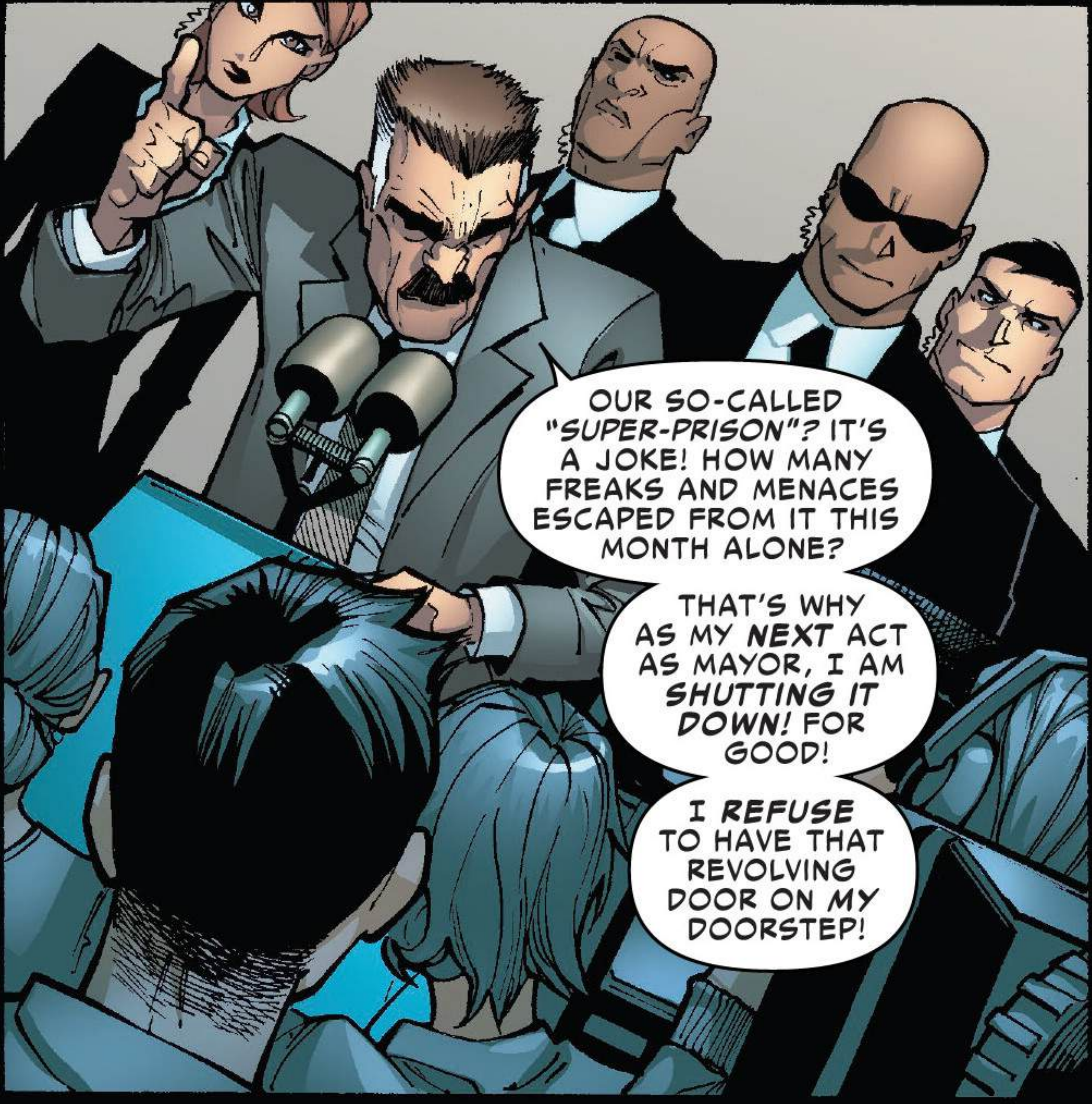
I'LL TELL YOU WHAT HAPPENED.
MORE OF US'D BE DEAD IF SPIDEY WEREN'T THERE. HE SAVED US.
LICE
--NEUTRALIZED THE SHOOTER--
--MAN'S A HERO!
AND A PROUD EXAMPLE OF HOW IN THIS CITY WE HAVE ZERO TOLERANCE FOR--
NOT A SINGLE MENTION OF MOCHA COLA. UNBELIEVABLE.
ON THE OTHER HAND...THEY'RE ALL TALKING ABOUT THE GRAND CENTRAL SHOOTING NOW.
NYPD
THE IMPORTANT THING IS--
--ON MY END THIS IS ALL OVER.

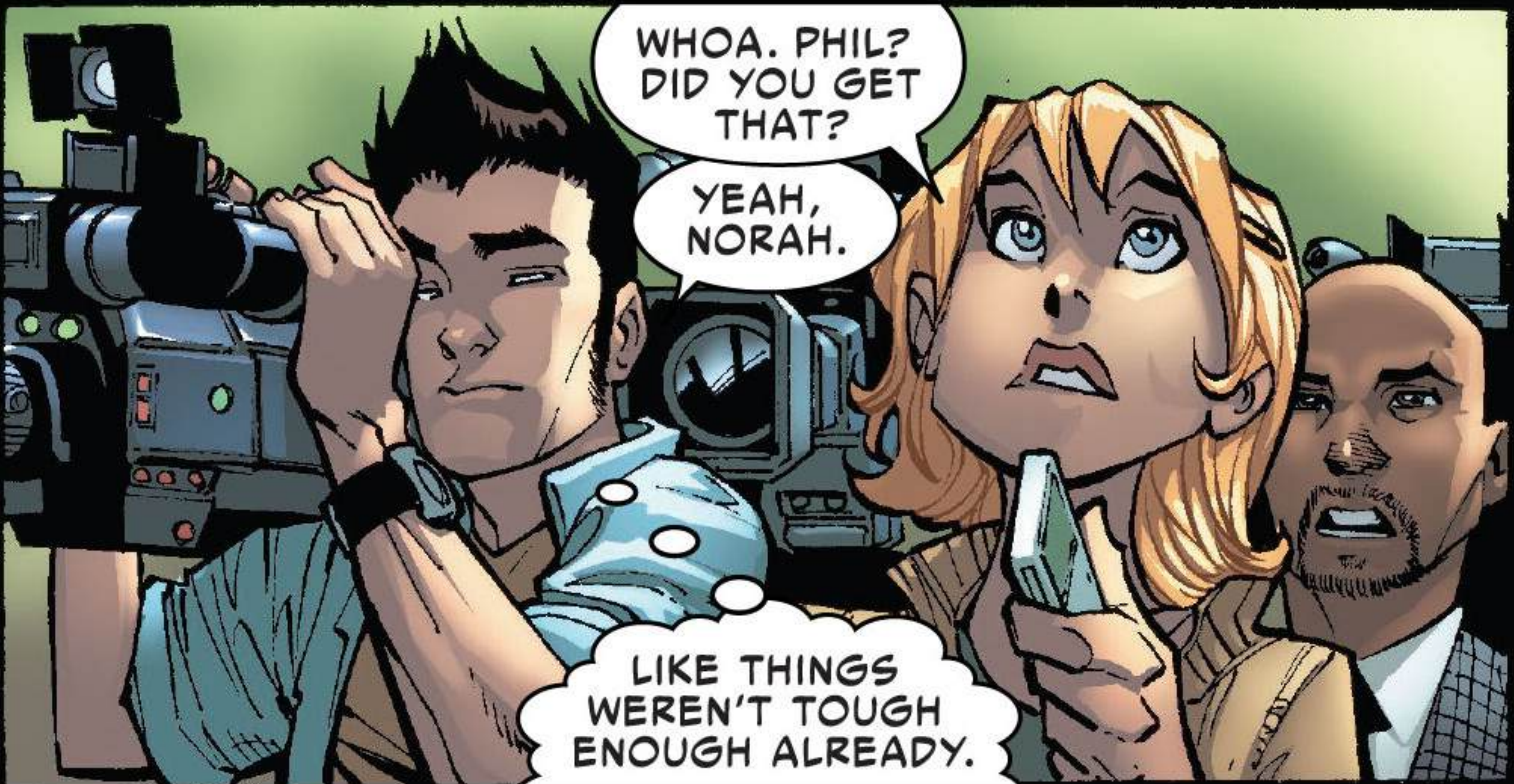
NO, MS. PULLMAN. NOT YET.
WHAT?
THERE'S STILL YOUR PART IN ALL OF THIS.
SPIDER-MAN? HOW ARE YOU DOING THIS? HOW DID YOU KNOW--
YOUR SECRET BANK ACCOUNT. PAYING A TWISTED MAN TO DO TWISTED THINGS.
I AM...FAMILIAR WITH THE PRACTICE.
YOU PAID HIM YOUR BLOOD MONEY. YOU SAT BACK AND WATCHED. AND YOU TOLD NO ONE.
YOU DON'T UNDERSTAND! HE BROKE INTO MY HOUSE! HE THREATENED TO--
AHHHH!
WELL NOW YOU CAN TELL THE AUTHORITIES! TELL THEM OR ANSWER TO ME!
I SEE EVERYTHING IN THIS CITY! EVERYTHING!
THAT IS MY POWER! AND MY RESPONSIBILITY--
TO WATCH OVER AND JUDGE YOU ALL!

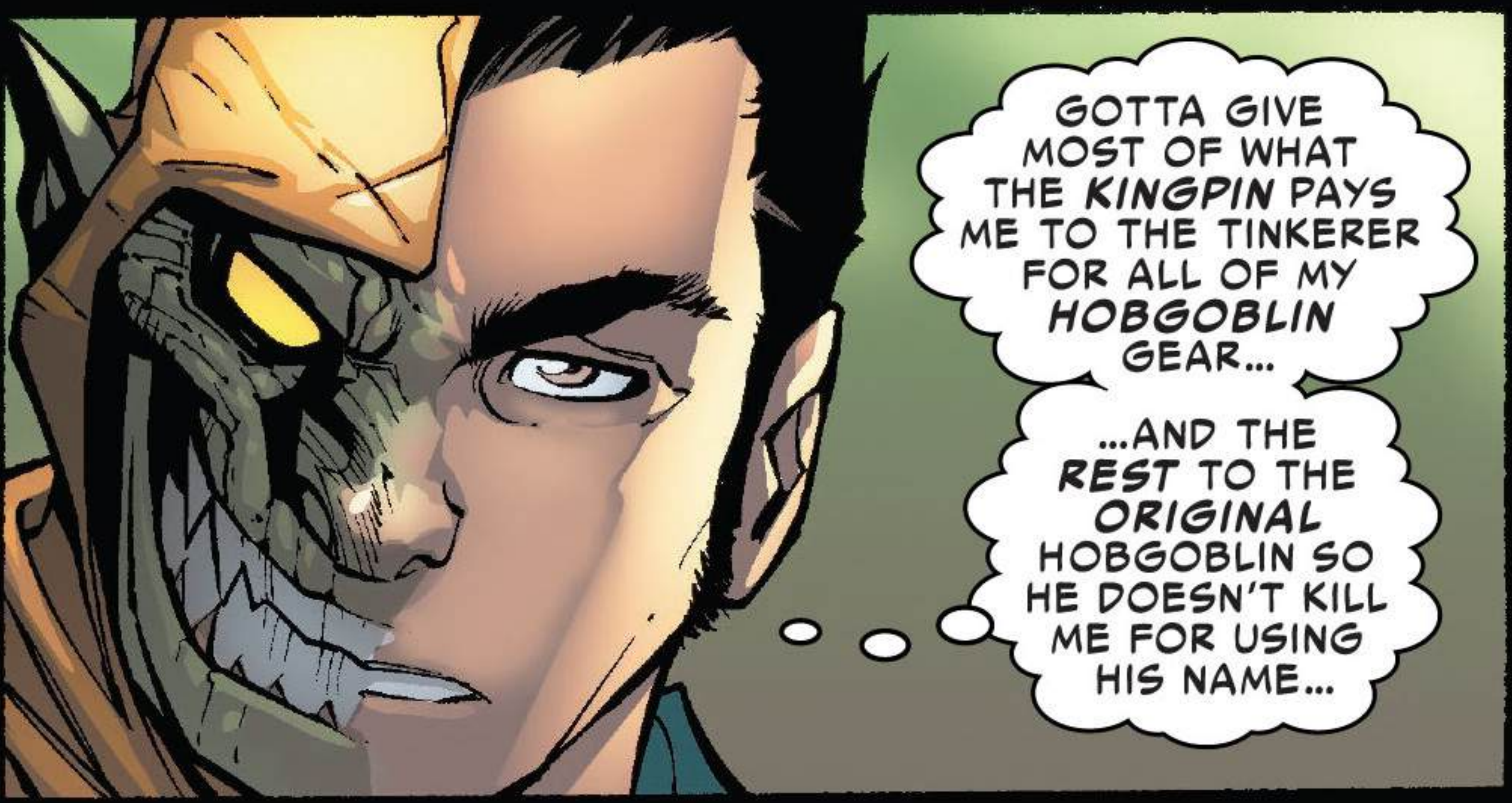

BRYANT PARK NEWS
DAILY BUGLE
ACE
delgado
RAMOS

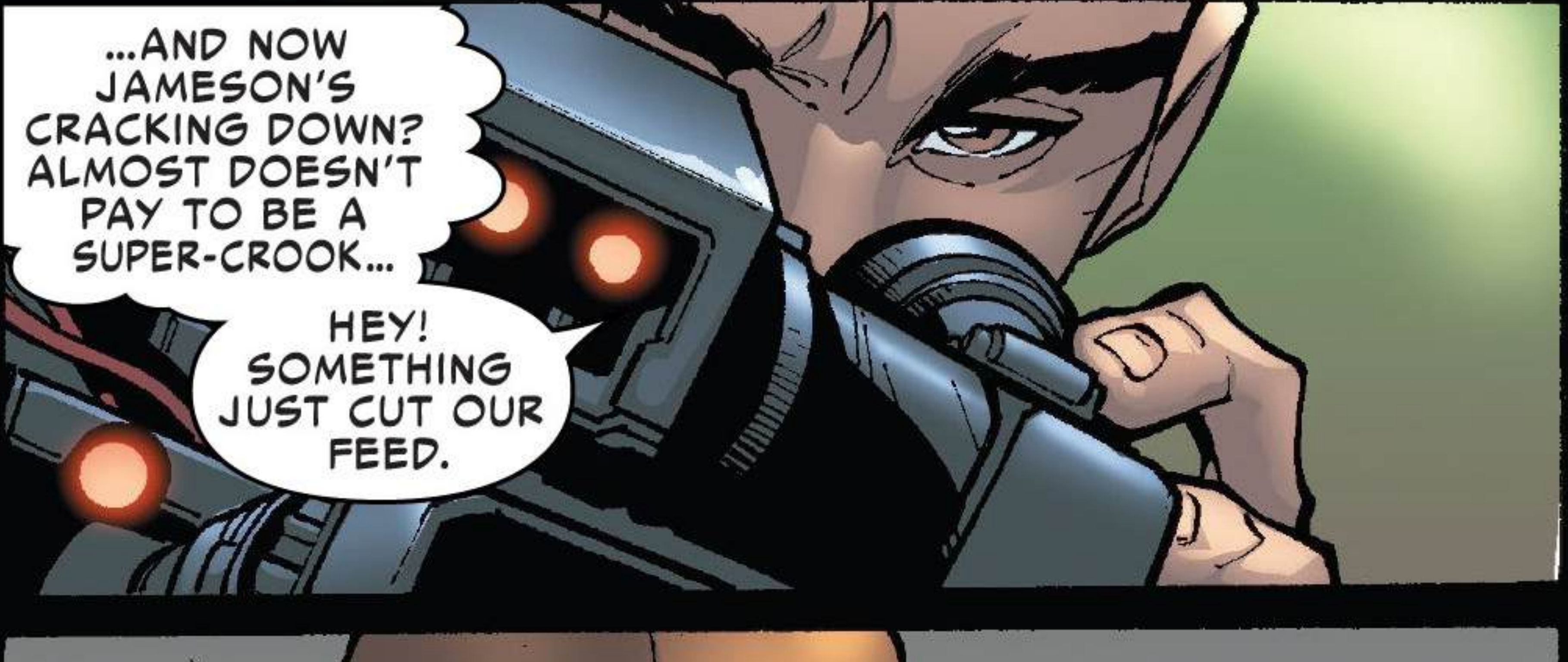
SUPERIOR *Spider-Man #6* "JOKING HAZARD"

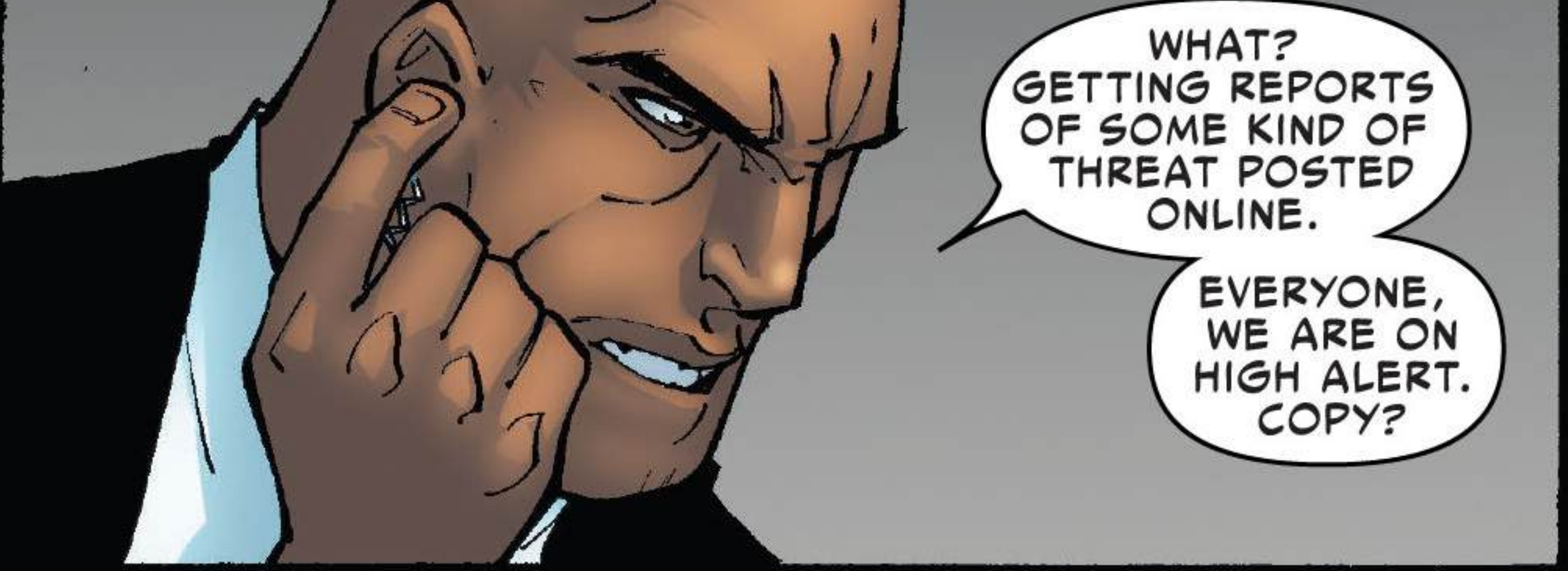
ScrewballandJester @screwballed
Jext alert: New target acquired.
ScrewballandJester @screwballed
Go to SCREWBALLED.COM now!
ScrewballandJester @screwballed
Live Jexting in 30 seconds—from the steps of City Hall!
...SO I SAY USE A SUPER-POWER IN A CRIME, MANDATORY 10-YEAR SENTENCE!
NORAH WINTERS WITH THE DAILY BUGLE.
MAYOR JAMESON, WITH THE NUMBER OF SUPERHUMAN CRIMES COMMITTED IN THIS CITY...
...AREN'T YOU WORRIED ABOUT THE BURDEN THAT'LL PLACE ON THE RAFT?


OUR SO-CALLED "SUPER-PRISON"? IT'S A JOKE! HOW MANY FREAKS AND MENACES ESCAPED FROM IT THIS MONTH ALONE?
THAT'S WHY AS MY NEXT ACT AS MAYOR, I AM SHUTTING IT DOWN! FOR GOOD!
I REFUSE TO HAVE THAT REVOLVING DOOR ON MY DOORSTEP!


WHOA. PHIL? DID YOU GET THAT?
YEAH, NORAH.
LIKE THINGS WEREN'T TOUGH ENOUGH ALREADY.


GOTTA GIVE MOST OF WHAT THE KINGPIN PAYS ME TO THE TINKERER FOR ALL OF MY HOBGOBLIN GEAR...
...AND THE REST TO THE ORIGINAL HOBGOBLIN SO HE DOESN'T KILL ME FOR USING HIS NAME...


...AND NOW JAMESON'S CRACKING DOWN? ALMOST DOESN'T PAY TO BE A SUPER-CROOK...
HEY! SOMETHING JUST CUT OUR FEED.


WHAT? GETTING REPORTS OF SOME KIND OF THREAT POSTED ONLINE.
EVERYONE, WE ARE ON HIGH ALERT. COPY?

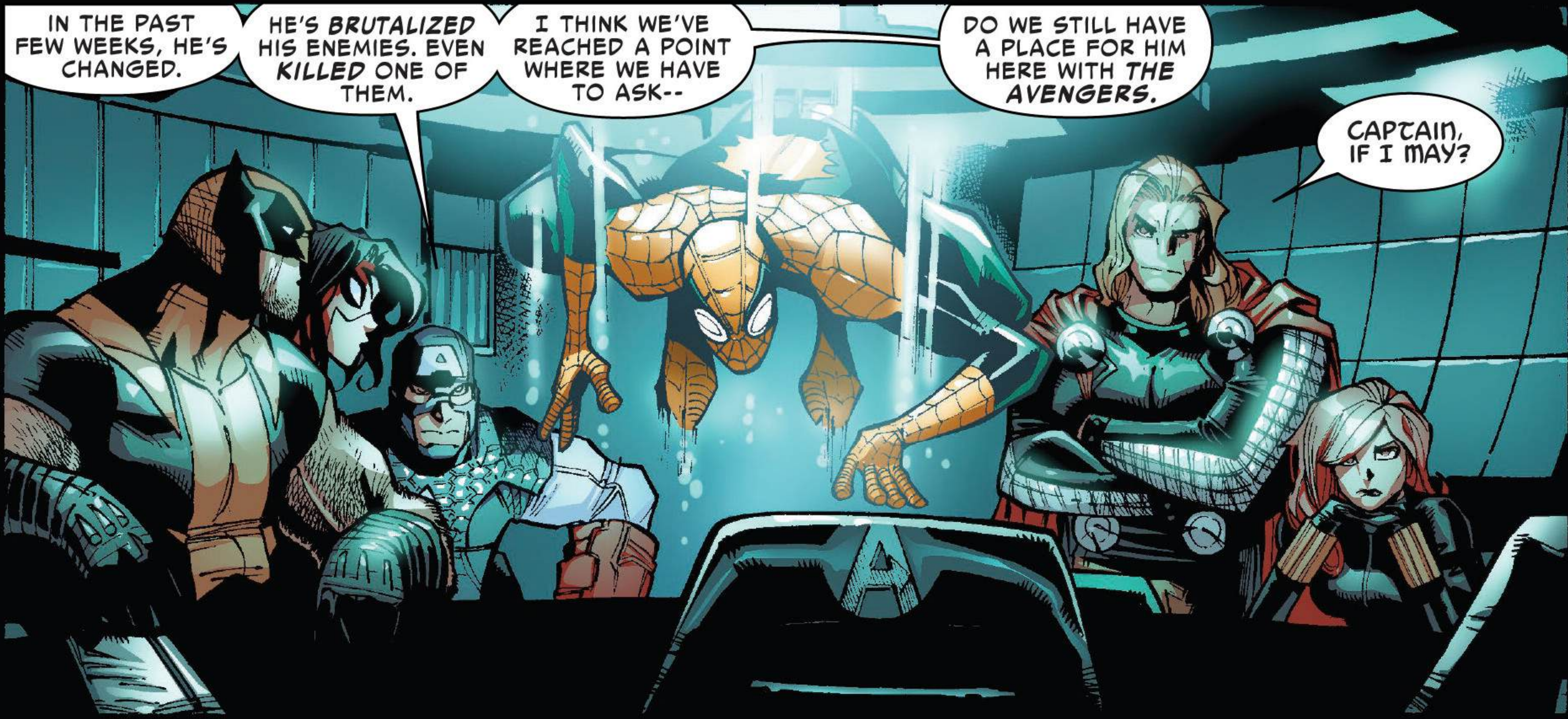
WE HAVE MOVEMENT!
YOUR HONOR, GET DOWN!
WHAT IN SAM HILL IS--?
LOST IT. CALL IT OUT! WHERE--?
OVER HERE!
THERE'S TWO OF THEM!
AAAAND WE'RE *LIVE!*
YOU'RE GOOD TO GO, PARTNER.
TAKE THE SHOT!
CONFIRMED! WE HAVE MULTIPLE!
WATCH OUT--

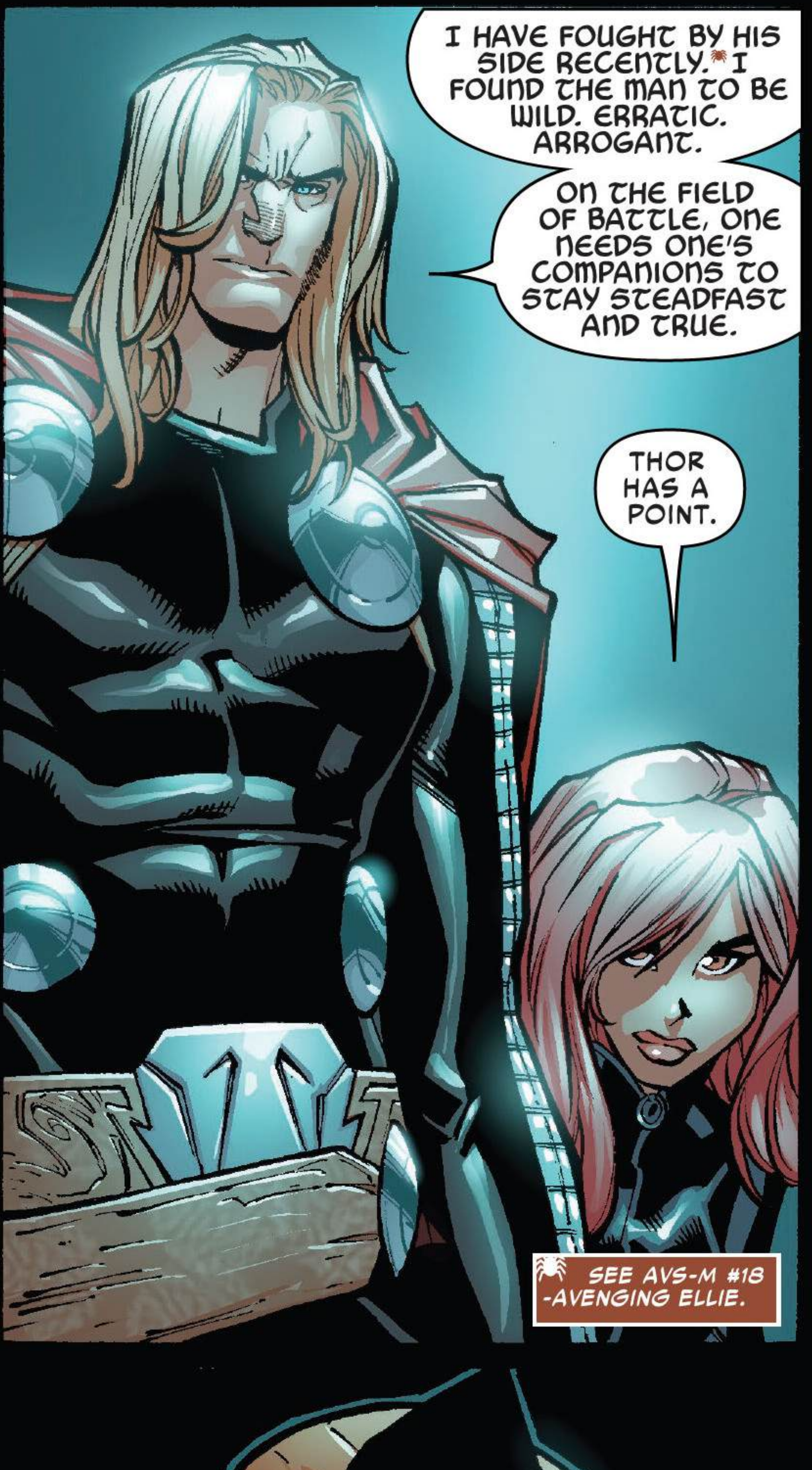
--HE'S GOT SOMETHING!
MAYOR J. JONAH JAMESON...
WAP
YOU'VE!
BEEN!
JESTED!
AND TO ANSWER OUR ONLINE POLL...
WHOOP!
BOXERS IT IS!
I...
WE GOT IT!
GO! GO! GO!
WAY AHEAD OF YOU, KID.
SPTTZ
NYUCK NYUCK!

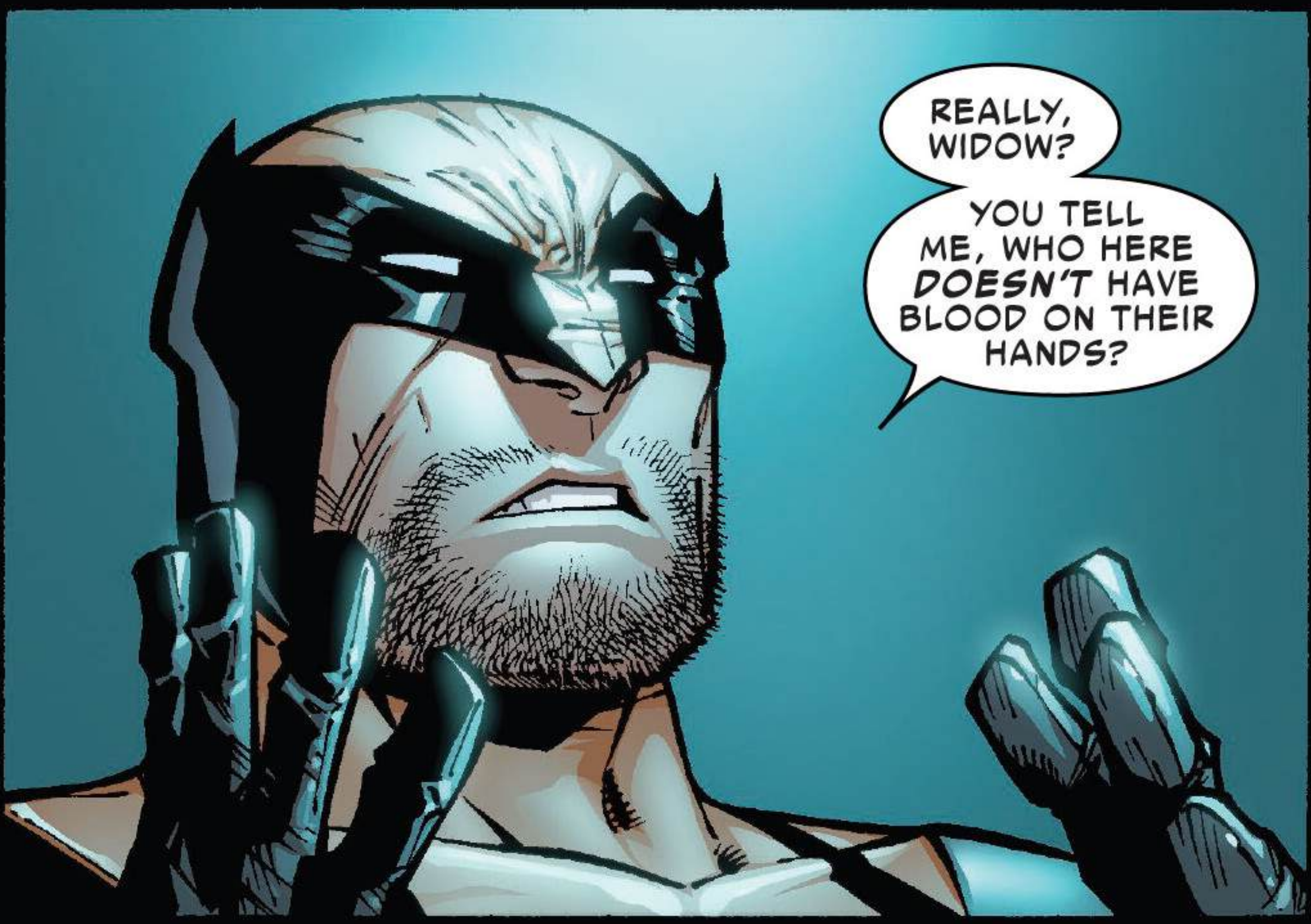
WANNA SEE MORE EXCLUSIVE HEADCAM FOOTAGE? GO TO SCREWBALLED.COM!
SCREWBALL AND JESTER-- OUT!
DON'T JUST STAND THERE, YOU IDIOTS! GET THEM!
HA HA! WE GET ANY OF THAT?
HEH! NOT A THING.
AW, WHO CARES? IT WAS WORTH IT.
HA!
SO MUCH FAIL.
DUDE, PLAY IT AGAIN!
CLASSIC.
SNORT.
MWA-HA-HA!
PARKER? WHAT IS WRONG WITH YOU?
I KNOW, RIGHT?
THAT'S LIKE THE WORLD'S CREEPIEST LAUGH.
HORIZON LABS
OH, JAMESON. THAT WAS PRICELESS. THINK I'LL PLAY IT ON A LOOP.
HM. WHAT'S THIS?
A MESSAGE FOR SPIDER-MAN ON MY SECURE LINE...
HORIZO

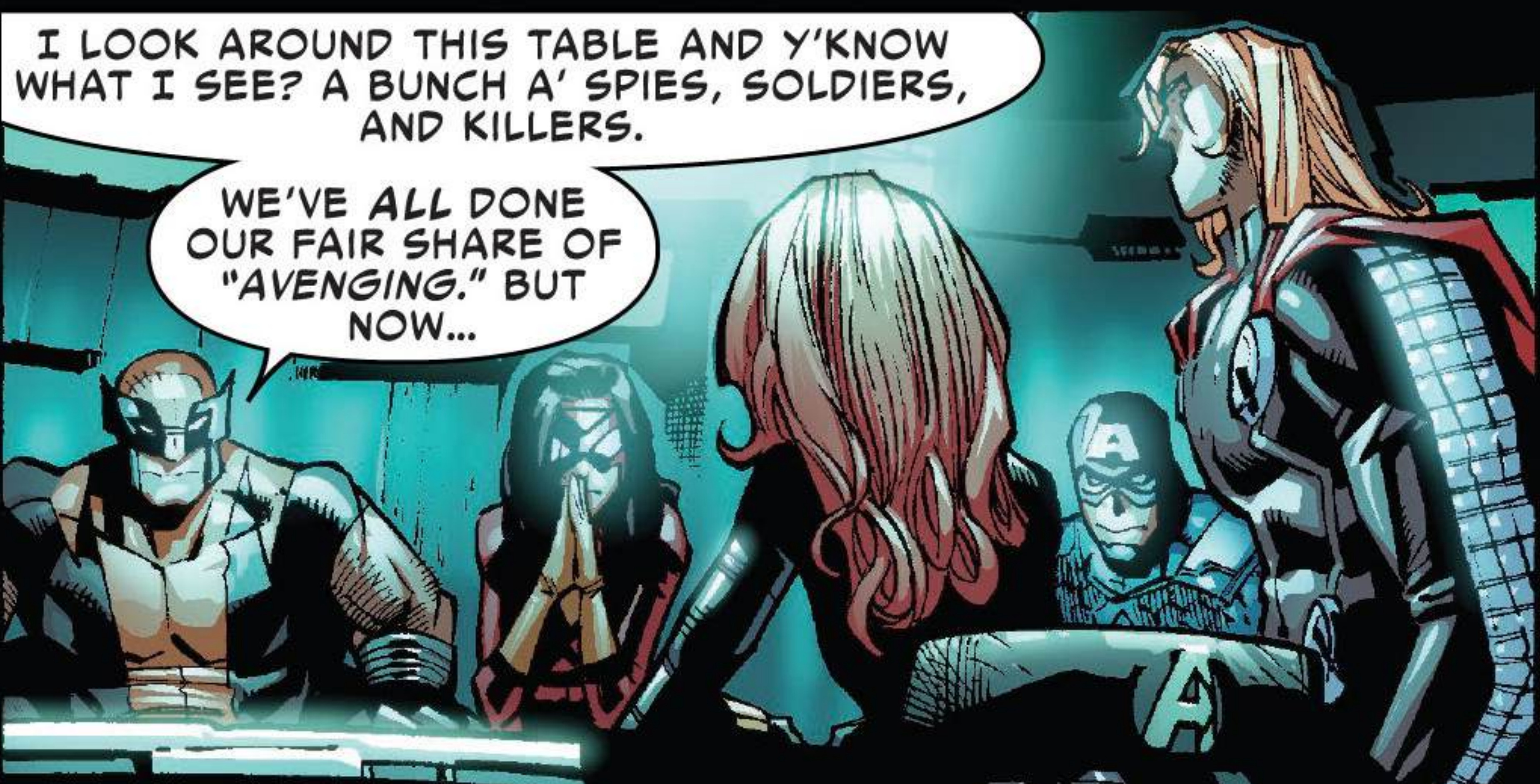
...A SUMMONS TO THE MAYOR'S OFFICE. HOW PREDICTABLE.
WE HAVE ANOTHER BREACH! FREEZE!
EXCELLENT REFLEXES, GENTLEMEN. ABOUT 40 MINUTES LATE, WOULDN'T YOU SAY?
BRAINLESS DOLTS.
THAT'S ENOUGH OUT OF YOU, WALL-CRAWLER!
AT EASE, MEN!
SPIDEY'S HERE 'CAUSE I INVITED HIM! WHY, THIS MAN'S A *HERO!*
TOOK OUT THE *GRAND CENTRAL SHOOTER* THE OTHER DAY. SAVED COUNTLESS LIVES!
SAY, YOU WANT SOMETHING TO DRINK? ON ME! MS. GRANT, FIND OUT WHAT MY PAL HERE WOULD LIKE.
SEE LAST ISSUE. -INFERIOR STEVE.
YOUR *"PAL"*?
OF COURSE! NOW YOU MAY BE WONDERING--
YOU WANT ME TO APPREHEND JESTER AND SCREWBALL.
YES.
SORRY. NOT WORTH MY TIME. I'VE GOT BETTER THINGS TO DO.
BUT THEY HUMILIATED *ME!* AND THE *OFFICE!*
IN PUBLIC!

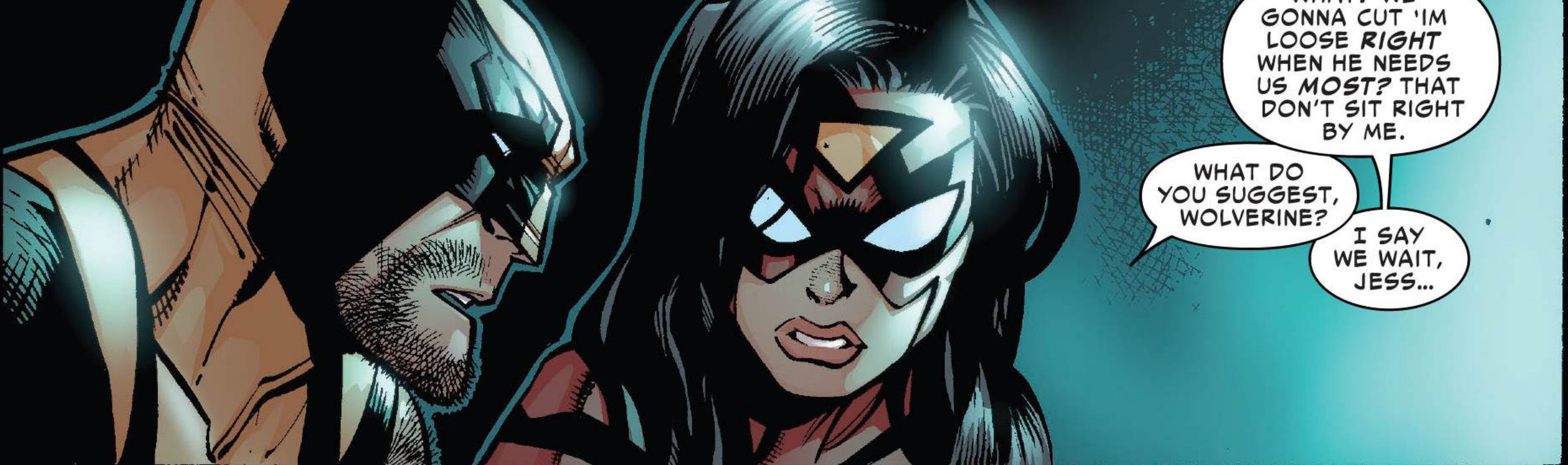
I SHOULD'VE KNOWN YOU'D SIDE WITH *THEM!* CONSIDERING ALL THE TIMES *YOU'VE* HUNG ME UPSIDE-DOWN!
STUCK ME TO MY CHAIR!
GLUED MY MOUTH SHUT!
OR WEBBED UP MY GLASSES...
WHAT WAS THAT?
UMMM...
NOTHING. YOU'RE RIGHT.
BULLIES LIKE THAT NEED TO BE PUT IN THEIR PLACE. AND I'M JUST THE MAN TO DO IT!
PLAN THETA ONE.
TEKK
LOCATE JESTER AND SCREWBALL.
CITYWIDE SWEEP: IN PROGRESS.
DON'T WORRY, YOUR HONOR.
I'LL HAVE THOSE *BOTHERSOME BUFFOONS* BROUGHT DOWN IN NO TIME!
"WE'RE AGREED THEN. SOMETHING ABOUT THIS WHOLE *'SPIDER-MAN SITUATION'* SEEMS OFF..."
KNEW I COULD COUNT ON YOU, WEB-SLINGER!
GODSPEED, SPIDER-MAN!


IN THE PAST FEW WEEKS, HE'S CHANGED.
HE'S *BRUTALIZED* HIS ENEMIES. EVEN *KILLED* ONE OF THEM.
I THINK WE'VE REACHED A POINT WHERE WE HAVE TO ASK--
DO WE STILL HAVE A PLACE FOR HIM HERE WITH *THE AVENGERS*.
CAPTAIN, IF I MAY?


I HAVE FOUGHT BY HIS SIDE RECENTLY. I FOUND THE MAN TO BE WILD. ERRATIC. ARROGANT.
ON THE FIELD OF BATTLE, ONE NEEDS ONE'S COMPANIONS TO STAY STEADFAST AND TRUE.
THOR HAS A POINT.
SEE AVS-M #18 -AVENGING ELLIE.


REALLY, WIDOW?
YOU TELL ME, WHO HERE *DOESN'T* HAVE BLOOD ON THEIR HANDS?


I LOOK AROUND THIS TABLE AND Y'KNOW WHAT I SEE? A BUNCH A' SPIES, SOLDIERS, AND KILLERS.
WE'VE *ALL* DONE OUR FAIR SHARE OF "AVENGING." BUT NOW...


...WE'RE GONNA HOLD SPIDER-MAN TO A *DIFFERENT* STANDARD?
WHAT? WE GONNA CUT 'IM LOOSE *RIGHT* WHEN HE NEEDS US *MOST*? THAT DON'T SIT RIGHT BY ME.
WHAT DO YOU SUGGEST, WOLVERINE?
I SAY WE WAIT, JESS...

"...LET'S SEE WHERE THIS GOES NEXT."
AH. NOT ONLY HAVE I ARRIVED AT EMPIRE STATE UNIVERSITY...
...I'M HERE AHEAD OF SCHEDULE.
UNLIKE PARKER, I'M ABLE TO MAINTAIN MY LIFE AS SPIDER-MAN *AND* KEEP MY APPOINTMENTS.
AND TODAY I'M MEETING UP WITH THE LOVELY MS. *ANNA MARIA MARCONI* FROM MY PHYSICS CLASS.
HERE SHE IS NOW. RIGHT ON TIME.
HEY BRAD, CHECK IT OUT...
...WORLD'S WORST CLOWN CAR. ONLY ONE CLOWN GETS OUT.
WHERE ARE THE OTHER 20 GUYS?
MAYBE THEY'RE IN THE TRUNK?
HA!
INSOLENT WRETCHES!
NO ONE SHOULD HAVE TO SUFFER SUCH ASSAULTS! *NO ONE!*

WHOA! WHAT'S GOIN' ON DOWN HERE?!
DOC OCK MAY HAVE TAKEN OVER *MY* BRAIN, BUT EVER SINCE I LEARNED I COULD EXPLORE *HIS* MEMORIES...
...I'VE BEEN HUNTING AROUND IN THEM, LOOKING FOR A WAY TO REGAIN CONTROL.
THE PROBLEM IS...
...WHENEVER HE REMEMBERS SOMETHING, HE TAKES *ME* ALONG FOR THE RIDE!
HEY! QUIT IT! TIME OUT!
SHUT IT, FOUR EYES.
HERE. I'M DOING YOU A FAVOR.
NOW YOU WON'T LOOK LIKE SUCH A DORK.
PLEASE, DON'T! MY FATHER WILL MAKE ME--
KRAK-CH
NO.
I'LL MAKE YOU PAY FOR THAT.
I'LL FIND A WAY TO MAKE YOU *ALL* PAY.
GEEZ. WONDER WHAT BROUGHT *THAT* ON?

MS. MARCONI, I-- OVERHEARD WHAT THOSE BOYS SAID TO YOU...
BRAD AND JUSTIN? WHAT ABOUT IT?
IF YOU'D LIKE, I CAN GO BACK THERE AND TEACH THEM A GOOD LESSON. MAKE THEM PAY.
WHY BOTHER? PETER, DO YOU HONESTLY THINK I HAVEN'T HEARD WORSE IN MY LIFE?
I'VE GOT BETTER THINGS TO DO THAN WASTE ONE MOMENT THINKING ABOUT THOSE JERKS.
IN EVERY WAY THAT MATTERS, I'M BIGGER THAN THAT.
YES. YOU MOST CERTAINLY ARE.
NOW COME ALONG, SLICK. THE REAL REASON I ASKED YOU HERE...
...IS TO GIVE YOU A SECOND CHANCE TO MAKE A FIRST IMPRESSION...WITH DR. LAMAZE.
WHAT?!
WE'RE MEETING HIM FOR COFFEE. PLAY NICE.
DON "THE SCHNOZ" LEMAZE.
THE ONE MAN STANDING BETWEEN ME AND EARNING PETER PARKER'S DOCTORATE.
AND HE'S A COMPLETE MORON! I KNOW BECAUSE BACK WHEN I WAS OTTO OCTAVIUS I WAS HIS CLASSMATE!
MISTER PARKER. I WAS UNDER THE IMPRESSION...
...YOU WERE HERE TO APOLOGIZE.
LISTEN HERE, DON--
"DOCTOR."
--DOCTOR LAMAZE, THAT IS EXACTLY WHAT I INTEND TO DO.
OH, WHAT FRESH HELL IS THIS?
I'M BEGINNING TO UNDERSTAND THE REAL REASON PARKER DONNED HIS TIGHTS...
...SO HE COULD TAKE ALL HIS FRUSTRATIONS OUT ON OTHER COSTUMED FREAKS.

WHAT I WOULDN'T GIVE FOR SOME NOW.
SO TELL ME, SCREWBALL, HOW'D WE MAKE OUT?
THE JAMESON PIE VIDEO? IT'S OUR BEST ONE YET.
YOU WOULDN'T BELIEVE HOW MANY PEOPLE ARE LINKING TO IT.
AND ALL THE TIME MY PROGRAMS ARE *PHISHING* THROUGH THEIR ACCOUNTS...
...GRABBING ALL THEIR PASSWORDS AND CREDIT CARD INFO. WE'RE GONNA BE *RICH*, JESTY.
SCREWBALL
NICE! AND THERE'S NO WAY ANYONE CAN TRACK IT BACK TO US--
I MEAN, HERE IN THE *REAL* WORLD.
OH, DON'T WORRY YOUR JINGLY HEAD ABOUT IT...
...I'VE GOT *EVERY* ANGLE COVERED.

MY STAR PUPIL, MS. MARCONI, TELLS ME YOU'VE SETTLED ON A SUBJECT FOR YOUR THESIS.
NEURO-ACTIVATED CYBERNETICS.
AH YES. AN INTERESTING SUBJECT. ONE OF MY SPECIALTIES ACTUALLY.
REALLY, YOU BRAINLESS OAF? BACK IN OUR FRESHMAN YEAR, YOU COULDN'T EVEN SPELL IT.
WAIT TILL YOU SEE SOME OF THE PROTOTYPES HE'S ALREADY BUILT. THEY'RE AMAZING!
ZEET ZEET
MY PATROL APP!
IT'S FOUND JESTER AND SCREWBALL...
PETER? WHAT ARE YOU DOING? ANSWER IT LATER.
ALERT.
SORRY. SOMETHING IMPORTANT'S COME UP.
HAVE TO GO.
OF ALL THE IMPERTINENT--
RAIN CHECK.
I JUST DON'T HAVE TIME FOR THIS RIGHT NOW.
I'LL BE SURE TO STRAIGHTEN THINGS WITH ANNA MARIA LATER. NOW SHE DESERVES AN APOLOGY.
REMARKABLE WOMAN.
READY TO MEET THOSE CHICKS AT BOWLMOR?
YEAH, LEMME JUST GRAB MY KEYS.
THEN AGAIN, MAYBE I DO HAVE THE TIME...
...FOR ONE EXTRA THING.

SCREWBALL
THINK WE CAN SQUEEZE IN ONE MORE JEST TODAY, PARTNER? TRAFFIC'S HIGH, BUT OUR SERVERS CAN TAKE IT.
SURE. HOW 'BOUT THAT GUY?
TOO OLD. WE'D COME OFF LIKE JERKS.
HER?
TOO ETHNIC. IT'D LOOK ALL RACIST-Y.
GOTCHA. WE WANT SOMEBODY WHO'S *REALLY* GOT IT COMIN' TO HIM.
JESTER! SCREWBALL!
HOLD IT RIGHT THERE! YOU'RE UNDER ARREST!
SPIDER-
-MAN!
PERFECT!
GOING LIVE!
JEXT ALERT! Now on SCREWBALLED.COM: Jester & Screwball VS. Spider-Man!
LIVE!
From: Jester/Screwball
Videos: 87
Register HERE for instant "Jexting" updates.
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Today: Jameson's Pie-Hole

THIS IS YOUR LAST WARNING! STAND DOWN OR I'LL BE FORCED TO THRASH YOU.
"THRASH ME"?
YOU FOR REAL?
WHAM
C'MON, SPIDEY! WHERE ARE THE QUIPS?
ALL THE ONE-LINERS?
HGK!
PERHAPS, WOMAN, I FINALLY WISED UP AND REALIZED--
--THIS IS NOT A GAME!
WHAM
OW!
YOU TOTALLY PUNCHED ME IN THE BOOB!
YOU SEE THAT?!
I--OH DEAR--
MISS, I ASSURE YOU, I HAD NO INTENTION OF--

AND WHILE HE'S DISTRACTED...
...HERE'S ONE FOR THE CHEAP SEATS.
D'OH!
PTOING!
HAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHAHA
C-CAN'T BELIEVE YOU--
A HIT TO THE CROTCH? REALLY?
IT'S THE INTERNET, KID. THERE'S NO POINTS FOR SUBTLE.
BALLOONS?
BALLOONS!
WAIT!
TIME OUT!
PAFF
POPF

DAMN IT!
CAN'T SEE A BLASTED THING!
SHRIPPP
THERE! NOW TO DEAL WITH YOU ONCE AND--
AW! YOU CATCHING THIS?
WE MADE POOR OL' WEB-HEAD LOSE HIS LIL' BUG EYES.
HA!
KRAK-CH
AHAHAHAHAHAHAHAHAHAHAHAHAHAHAHA
HAHAHAHAH

PETER? WHEN YOU GET THIS...
IT'S ANNA MARIA. YOU OWE ME AN EXPLANATION, SLICK.
WHAT ON EARTH'S SO IMPORTANT YOU HAD TO RUN OFF LIKE--
WHOA!
YOU SEEING THIS?
DANG!
HEY, WHAT'S GOIN' ON?
THINK THIS'S BRAD BEECHAM'S CAR.
IT'S TOTALED NOW!
NOT THAT HE DOESN'T DESERVE IT, BUT ANYONE SEE IT HAPPEN?
OR, FOR THAT MATTER, WHERE WE CAN FIND BRAD OR--
H-HELP...
JUSTIN?!
C-CAN'T MOVE...
OHMIGOD. THEY'RE IN THE *TRUNK!*
DON'T WORRY, WE'LL GET YOU OUTTA THERE!
911!
THIS IS AN EMERGENCY, PLEASE HURRY.
DEAR LORD, WHO WOULD *DO* SUCH A THING?!

THWIP
THWIP
HERE!
YOU FIND IT FUNNY TO HUMILIATE PEOPLE?! IS THAT IT?!
HEY!
FWIP
UMPH!
THOK
LET ME SHOW YOU WHAT I FIND AMUSING.
HOW IS THIS FOR BROAD, PHYSICAL COMEDY?
NOT SO FUNNY NOW WHEN IT'S AT YOUR EXPENSE? IS IT?!
UNHH
SPIDEY? THIS ISN'T--
YOU'RE NOT LAUGHING NOW?!
ARE YOU?!
SHRRK
ARRH!

ARRH!
YES! THAT'LL SHOW 'EM!
YOU HEARD ME! IF THIS IS SO DAMN FUNNY--
--LAUGH!
PETER?
THERE'S NO WAY THAT'S--
WELL?
YOU'RE RIGHT.
WE GOTTA BRING HIM IN.
COME ON, CLOWN! LAUGH THIS OFF!
SHRTCH
DOC? WHAT'S GOING ON UP HERE? YOUR BRAIN'S LIT UP LIKE A CHRISTMAS TREE!
I WAS GETTING DRAGGED TO A MILLION MEMORIES OF--
MY GOD! OTTO...
WELL?! THIS IS YOUR LAST CHANCE!
WHAT DO YOU HAVE TO SAY FOR YOURSELVES?!
G-G-GUH...

G-GUESS SOME PEOPLE C-C-CAN'T TAKE A JOKE...
WHAT HAVE YOU DONE?!

A
RAMOS
delgado

SUPERIOR *Spider-Man #7* "TROUBLED MIND PART ONE: RIGHT-HAND MAN"

H.E.A.R.T. CLINIC
Hospital for Emergency Aid and Recuperative Therapy
DAILY BUGLE DOT COM HERE ON AVENUE A WITH DR. ELIAS WIRTHAM...
...A MAN INTENT ON REOPENING THIS NEIGHBORHOOD'S INFAMOUS HOMELESS SHELTER.
DR. WIRTHAM, GIVEN THIS LOCATION'S PAST AS A FRONT FOR MISTER NEGATIVE'S CRIMINAL EMPIRE...
...WHY ON EARTH WOULD YOU GIVE IT A SECOND CHANCE?
BECAUSE, MS. WINTERS, NEW YORK'S ILL AND INFIRM DESERVE THAT SECOND CHANCE.
AND, AS THE RECHRISTENED H.E.A.R.T. CLINIC, WE WILL MEND THIS TARNISHED INSTITUTION...
...JUST AS WE CONTINUE TO AFFORDABLY HEAL THIS CITY'S LESS FORTUNATE. THANK YOU.
IN TRUTH, REOPENING THIS PLACE BECAME A NECESSITY.
THERE WAS ONLY SO LONG WE COULD KEEP BRINGING PEOPLE THROUGH THESE DOORS WITHOUT RAISING QUESTIONS.
HOW IRONIC. AS THE CRIME LORD MR. NEGATIVE, MARTIN LI USED THIS FACILITY'S GOOD WORKS TO HIDE HIS EVIL ENDEAVORS...
...AND NOW AS CARDIAC...
...I USE ITS REMAINING HIDDEN PASSAGES...
...TO DO, IN SECRET, MORE CHARITABLE ACTS THAN THE REST OF THE WORLD WILL EVER KNOW.
THE CITY BELIEVES THESE CHAMBERS TO BE SHUT DOWN AND INACTIVE.
AND AS LONG AS I POWER EVERYTHING WITH MY CHEST'S BETA REACTOR...
...WE'LL STAY OFF THE GRID AND IN BUSINESS.
ZZZAK

THE BUSINESS OF *MEDICAL MIRACLES.*
DOCTORS, HOW GOES IT?
EXCELLENT, SIR. THOSE EXPERIMENTAL DERMAL BONDS YOU *"PROCURED"* FOR US ARE WORKING PERFECTLY.
WE'VE REPLACED ALL THE SKIN MR. NICHOLS HERE LOST TO *NECROSIS.* I CAN'T BELIEVE THE FDA HASN'T APPROVED THIS YET.
RUN THE *SAME* TESTS AGAIN?
YES. I THINK WE'RE GETTING A FALSE POSITIVE. LET'S DOUBLE-CHECK AND DAMN THE COST.
GOD, IT FEELS GOOD TO SAY THAT.
PROCEED WITH THE ARTIFICIAL TRANSPLANT.
YOU SURE? MR. HANSLOW'S LOW ON EVERY WAIT LIST.
AND *THAT,* SUSAN, IS *EXACTLY* WHY HE'S HERE.
HOW ARE YOU FEELING TODAY, ALFONSO?
MUCH BETTER NOW THAT MY SUPER HERO DOCTOR IS BACK.
YOU'LL SIT IN TOMORROW FOR MY OPERATION?
I'LL PERFORM IT MYSELF.
CARDIAC, IF YOU HAVE A MOMENT? MY PATIENT, AMY CHEN...
THE GIRL WITH SEVERE *BRAIN DAMAGE?*
YES. GIVEN HER CONDITION, AND GOING BY OUR COVERT DATA CACHE...
...THERE'S ONLY ONE DEVICE ON EARTH THAT CAN HELP HER.
THEN I SHALL DO ALL IN MY POWER TO "PROCURE" IT.
REST EASY, LITTLE ONE. SWEET DREAMS.
THIS IS A NIGHTMARE.

LOOK AT HIM. DOC OCK. SLEEPING IN MY BED. IN MY BODY.
THE ONLY THING WORSE? IS WHEN HE'S UP, RUNNING AROUND AS SPIDER-MAN, WITH ALL OF MY *POWER*...
...AND A VERY *DIFFERENT* SENSE OF RESPONSIBILITY. HE'S PUT A NUMBER OF MY ENEMIES IN THE HOSPITAL. AND ONE IN THE *MORGUE*.
IT HAS TO *STOP!*
I *HAVE* TO REGAIN CONTROL!
MAYBE *NOW* WHILE HE'S ASLEEP.
C'MON, PARKER! *CONCENTRATE!*
THERE!
I'M *DOING* IT!
MOVING MY RIGHT HAND!
CAREFUL...DON'T WAKE HIM UP...
LOOK AT THAT!
MAYBE--WITH PRACTICE--I COULD SLIP SOMEBODY A NOTE.
LIKE "*HELP ME!*" OR "*DOC OCK SWAPPED MY BRAIN!*" OR...
WHAT THE--?!
GREAT. SO I CAN'T ACCESS THE *LANGUAGE CENTER* OF MY *OWN* BRAIN! JUST PERFECT.
HOW COULD THIS POSSIBLY GET ANY--
TZEE TZEE
AH! MY PHONE! *SHHH!*

CAN'T LET OTTO SEE WHAT I WAS UP TO!
C'MON, RIGHT HAND! GOOD OL' RIGHTIE.
I NEED YOU FOR ONE MORE THING--
SWAP
HNN?
TZEE TZEE
AND INTO THE BASKET FOR TWO POINTS!
HERE'S HOPING HE DOESN'T SEE THAT BEFORE HE TAKES OUT THE TRASH.
TZEE TZEE
TZEE TZEE
TZEE TZEE
AH. MY PATROL APP.
POLICE BAND THIS TIME.
ONE OF PARKER'S--MY FOES IS ON THE LOOSE AGAIN AND UP TO NO GOOD.
VERY WELL. DUTY CALLS.
I KNEW WHEN I CHOSE A HERO'S LIFE, SACRIFICES WOULD HAVE TO BE MADE...
...AND WHAT ARE A FEW HOURS OF SLEEP WHEN COMPARED TO...

...THE AWE-INSPIRING EXPLOITS OF--
--THE SUPERIOR SPIDER-MAN!
GOD, OTTO. YOU ARE SUCH A TOOL.
LET'S SEE, ACCORDING TO THOSE POLICE REPORTS, THERE'S BEEN A BREAK-IN ON THE EDGE OF TOWN OVER AT...

YARDALE STORAGE, ALSO KNOWN AS "THE BONEYARD."
THE POLICE IMPOUND LOT FOR ITEMS SEIZED AT SUPERHUMAN CRIME SCENES.
AND THE INTRUDER IN QUESTION...
CHOOM!
WHERE IS IT?!
...IS NONE OTHER THAN THE VIGILANTE KNOWN AS--
CARDIAC
ONE ITEM AND THEN I'M GONE! DONE WITH THIS PLACE!
TELL ME! WHERE IS THE LOT FROM THE *U.S. ATOMIC RESEARCH CENTER?*
TZAK
WE DON'T KNOW, MAN! HONEST! WE DON'T--
UNGH!
UNBELIEVABLE. THERE'S NO RHYME OR REASON TO THIS PLACE. IT'S JUST A GIANT DUMPING GROUND.
AND WHEN I THINK OF ALL THE *AMAZING* THINGS STORED HERE...
...OF ALL THE *GOOD* THAT COULD BE ACCOMPLISHED IF THEY WERE SHARED WITH THE REST OF THE--
OHHH...
OH, QUIET. YOU'RE ONLY STUNNED.

CARDIAC? DOC, THERE'S SOMETHING YOU SHOULD KNOW ABOUT HIM BEFORE YOU GO CHARGING IN...
HE'S NOT REALLY A *BAD GUY.* HE'S MORE OF A--
GENTLEMEN? ARE YOU ALL RIGHT?
YEAH...
GOOD. THEN LISTEN UP.
AH. RIGHT. YOU CAN'T HEAR ME, CAN YOU?
I'M SPIDER-MAN, AN *AVENGER,* AND I'M COMMANDEERING YOUR SERVICES.
THERE IS A SUPER-POWERED CRIMINAL INSIDE. I WILL DEAL WITH HIM ON MY OWN.
YOU ARE TO STAY OUT HERE AND MAINTAIN A PERIMETER. NO ONE ELSE ENTERS OR LEAVES. IS THAT UNDERSTOOD?
YES, SIR!
WHOA. LOOK AT HIM. ORDERING 'EM AROUND LIKE THEY'RE HIS MINIONS.
ME? I JUST WOULDA RUSHED ON IN BY NOW...
GO GET 'EM, SPIDEY!
THANK YOU, OFFICER. NOW STAY SHARP.

DAMN IT!
WHY DO I FEEL LIKE I'LL STUMBLE ACROSS THE *ARK OF THE COVENANT* BEFORE I FIND CRATE 113?!
I COULD BE HERE FOR WEEKS!
THINK AGAIN, EVIL-DOER!
HEY!
WEEKS FROM NOW YOU'LL BE IN A CELL AT RYKERS! AND ALL THANKS TO *ME!*
KANCH
HM. SPIDEY. WE MEET AGAIN.
YES. *AGAIN.* BUT I THINK THIS TIME...
...YOU'LL FIND ME DISHING OUT A FAR MORE HARSHER FORM OF *JUSTICE!*
DOC, WHAT ARE YOU DOING?
THIS AIN'T CARNAGE OR DOCTOR DOOM YOU'RE DEALING WITH. THIS IS *CARDIAC!*
HANDS UP! I'M GIVING YOU TO THE COUNT OF THREE...
...BEFORE THINGS GET DECIDEDLY *UNPLEASANT.*
ONE!
OH... THIS IS *NOT* GOOD!
TWO!
OCK! *NO!*
DON'T GO ALL PSYCHO-LOONEY-TUNES ON ME!
THREE!

DON'T DO IT, OTTO!
I WARNED YOU--
STOP RIGHT THERE!
WHAT?
WHO SAID THAT? SHOW YOURSELF!
WAIT! YOU HEARD THAT?!
TESTING! TESTING! IS THIS THING ON?
DON'T KNOW WHAT HE'S GOING ON ABOUT...
...BUT NOW, WHILE HIS ATTENTION'S ELSEWHERE...
AHH!
ZRAKK

IT'S BEEN A WHILE, WEB-SLINGER.
I FORGOT HOW ANNOYING THAT SPIDER-SENSE OF YOURS CAN BE.
YES. IT'S A CONSTANT SOURCE OF FRUSTRATION...
ZAMM
...FOR ANYONE BASE ENOUGH TO ATTACK...
WOMP
...WHEN MY GUARD'S DOWN!
COWARD!
Z-KOW
SAYS THE MAN WHO STRUCK ME FROM BEHIND.
...
HOW DARE YOU COMPARE YOURSELF TO ME!
I'M A HERO! AN AVENGER! A TRUSTED AGENT OF LAW AND ORDER!
AND YOU? YOU'RE NOTHING MORE THAN A COMMON THIEF!
THWAK
AH. TRUE.
A. R. C. 113
BUT A THIEF WHO'S FOUND EXACTLY WHAT HE WAS LOOKING FOR.
THANKS, SPIDEY.
NEVER WOULD'VE TRACKED THIS DOWN WITHOUT YOU.
UNTIL NEXT TIME.
NOT LIKELY.

FOR THERE IS NO WAY I'M ALLOWING YOU TO LEAVE HERE...
THWIP
WAP
NO!
PLEASE.
...WITH YOUR PRIZE!
NOW LET'S SEE WHAT ALL THIS FUSS IS ABOU--
NEUROLITIC SCANNER CONFISCATED FROM DR. O. OCTAVIUS

MY NEUROLITIC SCANNER! ONE OF MY GREATEST INVENTIONS...
...THE TECHNOLOGICAL BREAKTHROUGH THAT LET MY MIND TALK TO MY MECHANICAL ARMS!
I NEED THAT! YOU HAVE NO IDEA WHAT'S AT STAKE HERE!
GIVE IT BACK!
NEVER!
KTAM!
GNUH!
THIS FACILITY--IT'S FILLED WITH ALL OF MY CONFISCATED TREASURES!
ALL MY RARE AND PRECIOUS PROTOTYPES! MY LEGACY! MY LIFE'S WORK!
AND THIS BLUE-SKINNED BUFFOON WAS GOING TO PLUNDER THEM?!
RKKK

YOU PILFERING PARASITE!
WHAT GIVES YOU THE RIGHT TO FEAST ON THE FRUITS OF ANOTHER MAN'S GENIUS?!
OHHH DEAR. HERE WE GO...
DOC! CALM DOWN! REMEMBER, THIS IS CARDIAC. HE MAY BE A VIGILANTE...
UNH...
"...BUT HE'S A GOOD GUY!"
AHK--
TELL ME--
--WHY SHOULD I LET A MAN LIKE YOU LIVE?
NO, OCK!
I WON'T LET YOU DO THIS!
LET HIM--
GO!
HUH?
KLANG

GYAH!
WHY ON EARTH DID I DO THAT?! WHAT'S *WRONG* WITH ME?
GOOD QUESTION.
THE SPIDER-MAN I KNOW WOULD NEVER ACT THIS WAY!
NO TIME TO GO FOR MY STAFF. ONLY GOT ONE SHOT AT THIS...
...HAVE TO RELEASE MY *BETA ENERGY* RAW AND UNFOCUSED...
...AND HOPE THAT DOES THE TRICK!
KRZZTT
ARGHH!
DRAINED. CAN BARELY STAND. C'MON, ELI! MOVE IT!
PIFF
TEPP
HOLD IT RIGHT THERE!
THE METALLIC MESH IN MY SKIN CAN TAKE A BULLET OR TWO, BUT I GOTTA GET OUT OF HERE.
GLIDER, I NEED A PICK-UP! HURRY!
PKOW
KLIK
POW
GOOD. NOW BACK TO BASE. AND STEP ON IT.

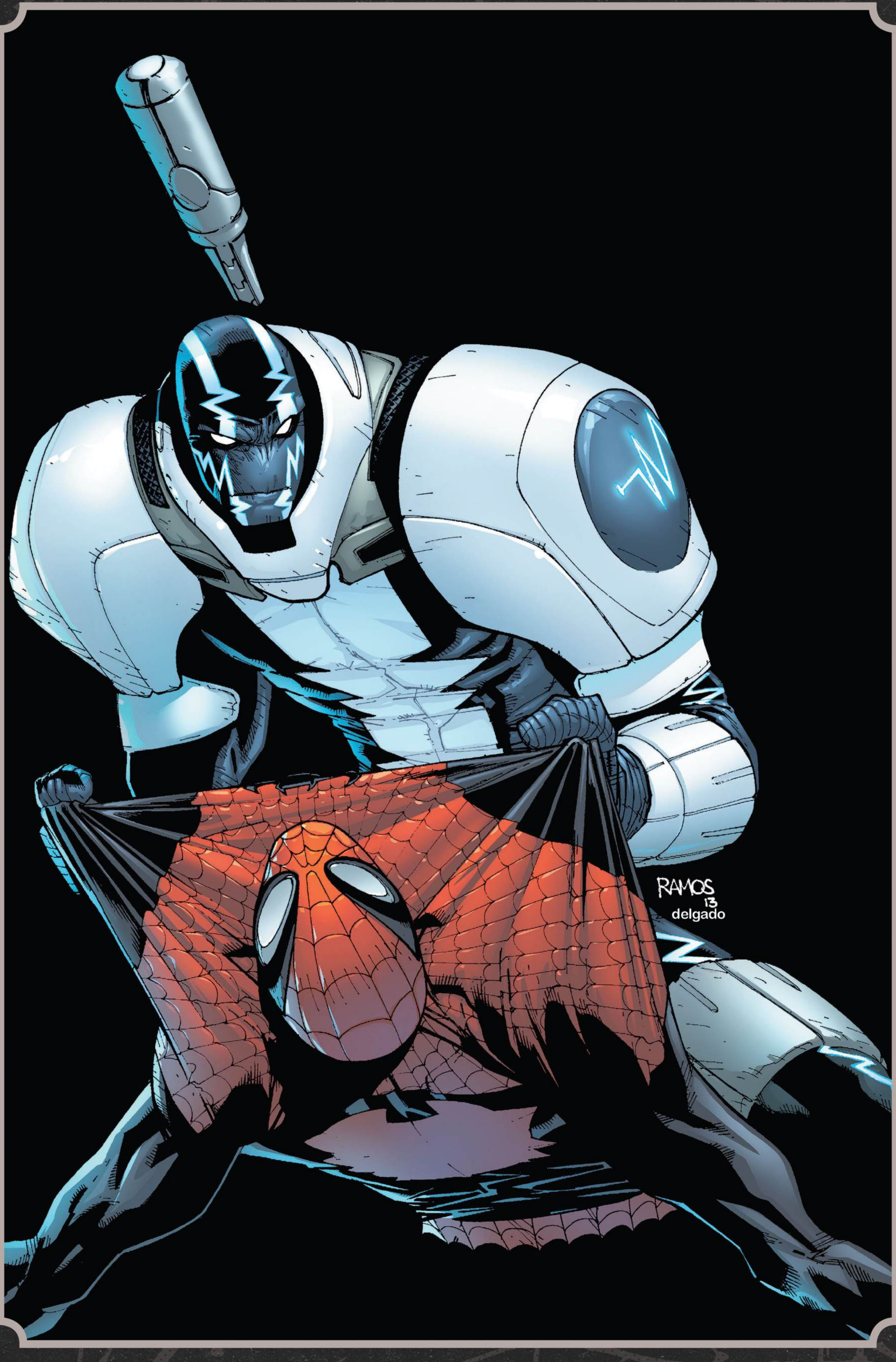
SUDDENLY I'M HEARING VOICES? AND MY *HAND*...
...MOVING ON ITS *OWN* ACCORD? HOW IS THAT POSSIBLE? UNLESS...
NO! IT *CAN'T* BE...
SPIDEY? YOU OKAY?
DO I LOOK OKAY TO YOU?!
WHOA. EASY, PAL. DO YOU NEED US TO CALL A--
YOU *LET* HIM GET AWAY!
HEY, WE TRIED OUR BEST, MAN. AND YOU *TOLD* US TO--
SHUT UP! AND LEAVE ME BE.
I HAVE TO REGROUP. RETHINK. PLAN. AND MOST OF ALL...
...I NEED MY LAB!
HORIZON
THOUGH I WASN'T ABLE TO PLANT MY NANO-SPIDER-TRACERS ON CARDIAC...
...I *DID* TAG HIM WITH ONE OF PARKER'S INFERIOR, BULKIER MODELS.
LOCATING HIM WILL *NOT* BE A PROBLEM. BUT FIRST I MUST PREPARE--
BZZT BZZT
MY AVENGERS I.D. CARD?
A *PRIORITY ONE ALERT*. CARDIAC WILL HAVE TO WAIT.

I'M NEEDED AT *AVENGERS TOWER.* AND IF *MY* SKILLS ARE REQUIRED...
...ONE CAN ONLY ASSUME THE FATE OF THE *WORLD* HANGS IN THE BALANCE!
NO NEED TO WORRY. I'M HERE. WE CAN GO NOW.
WHAT'S THE EMERGENCY THIS TIME?
THIS AIN'T AN EMERGENCY, BUB. IT'S AN *INTERVENTION.*
EXPLAIN.
WHAT IS THE MEANING OF THIS?!
NO. *YOU* EXPLAIN THIS TO *US,* SPIDER-MAN. WHAT'S *HAPPENED* TO YOU?
BOOMERANG. VULTURE. JESTER. SCREWBALL. ALL OF THEM, VIOLENTLY *BEATEN* WITHIN AN INCH OF THEIR LIVES.
LAST ISH. -STEVE
MASSACRE: *DEAD* BY YOUR HAND.
AND NOW WE HAVE THIS SECURE FOOTAGE FROM *THE BONEYARD...*
...OF *YOU* ABOUT TO APPLY *LETHAL FORCE* TO A MAN LIKE CARDIAC.

THESE ARE NOT THE ACTIONS OF MY ALLY. MY FRIEND. THE GOOD MAN I KNOW.
OH YEAH! THAT'S RIGHT, THOR! TESTIFY!
I DON'T HAVE TO STAND HERE AND TAKE THIS!
ACTUALLY, YOU DO. IF YOU WANT TO REMAIN AN AVENGER.
WE NEED TO BE ABLE TO TRUST YOU, SPIDEY.
AND THAT IS WHY WE'RE GOING TO RUN A FULL BATTERY OF TESTS TO PROVE YOU ARE SPIDER-MAN.
YES!
EARTH'S MIGHTIEST HEROES FOR THE WIN!
FINALLY SOMEONE OUT THERE NOTICED! I WAS STARTING TO THINK YOU WERE ALL TAKING STUPID PILLS OR SOMETHING.
I DON'T THINK SO. WE'RE DONE.
WHAT? YOU THINK WE'RE JUST GOING TO LET YOU LEAVE?
YEAH. THAT AIN'T HAPPENING.
YOU'RE GETTING A PHYSICAL, SOLDIER.
HEAD TO TOE.
AND THAT'S ALL THERE IS TO IT.
SWEET!
THAT'S IT, OTTO. YOU LOSE! GAME OVER!

GAME? WHO SAID ANYTHING ABOUT A GAME?
I DON'T HAVE TIME FOR SOME INFANTILE GAME!
OUT OF MY WAY!
THAT WASN'T A REQUEST.
GET.
YOUR.
HAND.
OFF--
--YOU FLAG-WAVING FOOL!
SNIKT
THAT DOES IT.
CH-CHIN
AYE!

OHHH WHAT I WOULDN'T GIVE FOR SOME GHOST-POPCORN RIGHT NOW.
WHOEVER THOU ART, STAND DOWN!
OR FACE THE WRATH OF THE MIGHTY AVENGERS!
WHAT HE SAID. BUT ME? I'M HOPIN' YOU PUT UP A FIGHT.
'CAUSE I'D JUST LOVE TO CARVE YOU A NEW ONE!
VERY WELL. DO YOUR WORST!


RAMOS
13
delgado

SUPERIOR *Spider-Man #8* “TROUBLED MIND PART TWO: PROOF POSITIVE”

Avenue A.
On the outside, the H.E.A.R.T. Clinic is a charitable institution, providing free health care to New York's less fortunate...
H.E.A.R.T. CLINIC
Hospital for Emergency Aid and Recuperative Therapy
...but beneath the surface...
...is a secret medical facility, offering procedures most insurance providers would call unwarranted...
...radical...
...and mostly, too expensive.
But if you ask the clinic's founder, Dr. Elias Wirtham, what it is he offers here...
...he'd say, "hope."
DR. WIRTHAM? I--I DON'T LIKE THIS. PLEASE TAKE IT OFF.
DON'T WORRY, AMY. THAT'S A MAGIC HELMET...
...IT'S GOING TO HELP US FIND OUT WHY YOU'RE SICK.
CAN WE PUT IT ON PINKY? MAKE HIM BETTER TOO?
ABSOLUTELY. PINKY THE PENGUIN'S NEXT.
THE SCANNER'S WORKING?
PERFECTLY. BUT I KNOW THERE'S MORE THAT DEVICE CAN DO.
DIDN'T HAPPEN TO STEAL A MANUAL WITH IT AS WELL, DID YOU?
SORRY, DR. VARGAS. BUT THE ONLY ONE WHO KNOWS HOW TO ACCESS ALL ITS FUNCTIONS...
...IS ITS INVENTOR, OTTO OCTAVIUS. AND, UNFORTUNATELY, THE MAN'S DEAD.

Avengers Tower.
Home to Earth's mightiest heroes.
SPIDER-MAN! I'M GIVING YOU AN *ORDER*, MISTER!
YOU WILL STAND DOWN *IMMEDIATELY* AND SUBMIT TO OUR TESTS!
NEVER!
GUYS, CAREFUL! THAT MAY BE *DOCTOR OCTOPUS* IN THERE...
...BUT THAT'S STILL *MY BODY!*
RIGHT. YOU CAN'T HEAR ME WHEN I'M LIKE-- *AH! NOT THE FACE!*
ZRAK
WRONG PLAY, KID. AND HERE'S WHERE YOU PAY FOR IT!
FALL, CHURLISH SWAIN!
HIS SPIDER-SENSE IS MAKING THIS TOO HARD.
"NOT THE FACE?" WHO SAID THA--
THERE! HE'S DISTRACTED! **NOW!**
ON IT!
VZAM
YEAH. WE'RE DONE HERE.
SFLANG
PREP A BED IN THE SICKBAY...
YOU HEARD THE MAN. NIGHTY-NIGHT, OTTO.
IT'S TIME...

"...WE FINALLY GOT TO THE BOTTOM OF THIS!"
I HAVE A PRETTY GOOD IDEA WHO'S REALLY INSIDE THAT SUIT. AND I'M TELLING YOU...
...IT'S NOT SPIDER-MAN!
THE PROBLEM IS PROVING IT.
EMPIRICALLY. SCIENTIFICALLY. BEYOND A REASONABLE DOUBT.
HONESTLY, AT THIS STAGE, I'M NOT COMFORTABLE TELLING ANYONE MY THEORY...
Prospect Heights, Brooklyn.
THE APARTMENT OF OFFICER CARLIE COOPER.
...OR EVEN SAYING IT OUT LOUD. IT JUST SOUNDS SO...
...LUDICROUS.
BUT YOU KNOW ME. I DON'T GO INTO SITUATIONS LIKE THIS HALF-COCKED. I'M GONNA NEED HELP ON THIS ONE.
FROM ME? COOPER, IT'S BECAUSE OF YOU THAT I'M--
--ON A "LEAVE OF ABSENCE." WHY WOULD I HELP YOU?
ONE, BECAUSE I DIDN'T TURN YOU IN.
TWO, YOU'RE A GOOD PERSON. AND THREE...
WHAT IF I'M RIGHT?
OKAY. YOU WIN. LET'S DO THIS.

WHAT? WHERE AM--?
ENCEPHALOGRAPH.
AH. RIGHT.
SUBATOMIC ANALYZER.
I'M WITH THE AVENGERS.
AURAL CHROMASCOPE.
AND I AM COMPLETELY AND UTTERLY...
XENOMORPHIC DETECTOR.
...DEFEATED.
AGAIN.
WE HAVE THE RESULTS.
HERE IT COMES! OH, I CAN'T WAIT!
THIS IS WRONG! IT'S A COMPLETE VIOLATION OF MY--
QUIET! PROCEED, CAPTAIN.
ALL OUR TESTS *CONCLUSIVELY* PROVE, WITH NO MARGIN FOR ERROR, THAT *YOU*, SPIDER-MAN, ARE CLEARLY--

--NOT A SKRULL.
WHAT?! THAT'S IT?!
NOR ARE YOU BEING CONTROLLED BY A SPACE PHANTOM.
THE PUPPET MASTER, PURPLE MAN, OR THE CONTROLLER.
WELL, I COULD'VE TOLD YOU THAT.
AND THERE'S ALL THE PROOF YOU NEED...
...IN FRONT OF YOUR VERY EYES.
WAIT! MY BRAIN PATTERN. THERE'S A MINOR ANOMALY.
AND I'M THE ONLY ONE HERE CLEVER ENOUGH TO SEE IT!
SEE? NOTHING TO WORRY ABOUT. NOW IF YOU DON'T MIND...
...I'D LIKE TO EXAMINE SOME OF THIS DATA FIRSTHAND.
DOC? WHAT ARE YOU DOING?
UH-OH. GHOST-SPIDEY-SENSE TINGLING...
IT'S NOT OFTEN I GET TO SEE SUCH A COMPREHENSIVE LOOK AT MY PHYSIOGNOMY.
OF COURSE. I'LL PUT IT ALL ON A FLASH DRIVE.
LEAST WE CAN DO FOR WHAT WE PUT YOU THROUGH TODAY.
SPASIBO.

DON'T THANK US YET. THIS IS FAR FROM OVER. CONSIDER YOURSELF ON *PROBATION.*
WHAT DOES THAT MEAN EXACTLY?
WE'RE WATCHING YOU, SPIDER-MAN. STEP OUT OF LINE, AND YOU'RE *FIRED*.
NATASHA?
A MOMENT PLEASE.
I KNOW WHAT THIS IS ABOUT.
YOU DO?
NOT THAT LONG AGO, YOU AND I...
...AND *SILVER SABLE,* WE FOUGHT TO SAVE THE WORLD FROM DOCTOR OCTOPUS.
I... REMEMBER.
AFTER SABLE DIED ON YOUR WATCH...
...YOU CHANGED.
I READ HOW YOU *TRIED* TO KILL THE LIZARD.
AND NOW WITH *MASSACRE...*
...YOU'VE *CROSSED* THAT LINE.
YES. THAT WAS A...FIRST FOR ME.
I'VE BEEN THERE. AND IF YOU NEED SOMEONE TO TALK TO...
...I'M HERE FOR YOU.
WIDOW! DON'T OPEN UP TO *HIM!*
THAT'S *NOT ME!*
IF ONLY THERE WERE A WAY TO SHOW--WAIT!

YOU HAVE RED IN YOUR LEDGER NOW.
I KNOW HOW THAT FEELS.
EASY...
C'MON RIGHT HAND! JUST LIKE WE PRACTICED...
YOU THINK I FEEL REGRET? FOR KILLING A MAN LIKE MASSACRE?
IF THAT HAPPENS, I'LL THINK OF ALL THE FUTURE LIVES I'VE SAVED AND I'LL SLEEP EASY AT NIGHT.
IT NEVER WORKS THAT WAY. TRUST ME.
THE PAST HAS A WAY OF LETTING YOU KNOW HOW IT WANTS YOU TO BALANCE THE BOOKS. YOU'LL SEE.
I'M DOING IT!
STILL CAN'T USE THE LANGUAGE CENTER OF MY OWN BRAIN...
...BUT THIS SHOULD DO THE TRICK!
NOW WHATEVER HAPPENS, OTTO... JUST DON'T LOOK DOWN!
I...APPRECIATE YOUR OFFER, NATASHA. AND I WILL THINK ON IT.
GOOD. AND HERE ARE THE FILES YOU ASKED FOR.
AND AGAIN, THANK YOU.
HM. WHAT'S THIS?
BOZHE MOI!
FOR SOMEONE CALLED SPIDER-MAN...
...HE SURE DRAWS A LOUSY SPIDER.

I CAN'T BELIEVE NONE OF THEM WERE SMART ENOUGH TO NOTICE THAT DEVIATION IN MY BRAIN PATTERN!
IT'S JUST DUMB LUCK THAT IRON MAN IS BUSY GALLIVANTING THROUGH SPACE...
...AND GIANT-MAN'S OFF SOMEWHERE PLAYING WITH HIS TOYS.
THANK GOD THE ONLY AVENGERS ON CALL WERE A BUNCH OF BUTTON-PUSHING MONKEYS...
...WHO PROBABLY CAN'T EVEN PROGRAM A DVR!
AH! MY LAB AT HORIZON...
OUT OF MY WAY!
PETER? WHAT'S THE MATTER? CAN WE--?
NO TIME TO EXPLAIN. NOT TO THE LIKES OF YOU!
I HAVE TO STUDY THIS DATA IMMEDIATELY.
KLIK
AWW NO. ARE YOU ON TO ME, DOC?
THESE ARE INCONCLUSIVE! I NEED A BETTER SCAN OF MY BRAIN...

...AND I KNOW JUST WHERE TO GET ONE!
WHAT'S AMY'S STATUS? ARE WE READY FOR SURGERY, DR. VARGAS?
AS READY AS WE CAN BE.
WE'VE MAPPED AS MUCH OF THE TROUBLED AREA AS POSSIBLE, BUT WITHOUT ADDITIONAL--
ZRRRRR
THE INTRUDER ALARM!
MY GOD.
DR. WIRTHAM? WHAT DO WE DO?
IT'S THE COPS! THEY'RE SHUTTING US DOWN.
WE'RE ALL GONNA LOSE OUR LICENSES--
LICENSES? AFTER THIS? WE'RE ALL GOING TO *JAIL*, YOU IDIOT!
SHUT UP! BOTH OF YOU! WHAT ABOUT THE PATIENTS?
ZRRRRRZRRRRRRZRRRRR
EVERYONE, *REMAIN* CALM.
ALARM SYSTEM: *OFF!*
I'LL DEAL WITH THIS...
ZRRRRRZRRRRRRZRRRRRRZRRR--

...AS CARDIAC!
A SPIDER-TRACER! IT'S HIM--
IT WAS ONLY A MATTER OF TIME BEFORE THIS HAPPENED.
HOW DID THE AUTHORITIES FIND US? ONE OF OUR PATIENTS? A FAMILY MEMBER? SOMEONE ON STAFF--
WHAT?
SPIDER-MAN!
CARDIAC! I'M OFFERING YOU THIS ONE CHANCE.
GIVE ME WHAT I'M AFTER, AND THIS ALL ENDS NOW.
K-FLANG
LET ME GUESS. AND THAT WOULD BE...
THE NEUROLITIC SCANNER!
NOT ON YOUR LIFE!

VERY WELL THEN-- THE DIE IS CAST!
WHAT IN GOD'S NAME ARE YOU DOING?!
STOP IT THIS INSTANT!
HA! YOU DON'T GET IT, DO YOU? THIS IS THE REMATCH...
...AND SPIDER-MAN *ALWAYS* WINS THE REMATCH.
TRUST ME. I'M AN AUTHORITY ON THE SUBJECT.
YOU MANIAC! CAN'T YOU SEE WHERE WE ARE?!
THIS IS A *HOSPITAL!*
ZKOW
SAID THE MAN FIRING THE ENERGY STAFF.
GRAH!
DON'T GET ANGRY WITH ME, YOU BUMBLING LOUT!
I GAVE FAIR WARNING! THIS IS ALL ON YOUR...
...HEAD?
MY--THE NEUROLITIC SCANNER!
CARDIAC?

DON'T DO IT, OCK!
QUIET! I WILL DO--
--OR *TAKE* WHAT I WANT!
NO! PLEASE!
GONNA BE OKAY. IT'S A MAGIC HELMET.
GONNA BE OKAY...
YOU'RE INSANE!
YOU'RE REALLY GOING TO DO IT, AREN'T YOU?
SNATCH THAT OFF A LITTLE GIRL'S HEAD?! WON'T LET YOU--
NO! I'M IN THE *RIGHT!* RETRIEVING *STOLEN* PROPERTY!
THIS BELONGS TO *DR. OTTO OCTAVIUS!*
YES! AND I AM USING IT TO UNDO ONE OF *HIS* CRIMES!
SAVING A LIFE THAT OCTAVIUS *HIMSELF* PLACED IN JEOPARDY!
WHAT?! EXPLAIN!

LAST SUMMER, WHEN DOCTOR OCTOPUS TRIED TO BLACKMAIL THE WORLD...
HIS GLOBAL WARMING SCHEME. I... REMEMBER.
YEAH, YOU *BETTER* REMEMBER. YOU ALMOST *FRIED* HALF THE PLANET, YOU WACKO!
...HE GAVE US A TASTE OF WHAT LIFE WOULD BE LIKE WITH *NO* OZONE LAYER.
FOR OCTAVIUS THIS WAS A SHOW OF STRENGTH--A WAY TO INTIMIDATE ALL LIFE ON EARTH.
BUT HE NEVER SPARED A THOUGHT FOR WHAT THAT INTENSE HEAT WOULD DO...
...TO THOSE ALREADY SICK AND INFIRM.
AMY CHEN SURVIVED A CAR ACCIDENT THAT TOOK HER PARENTS... AND LEFT HER WITH SEVERE BRAIN DAMAGE.
BACK IN AMAZING SPIDER-MAN: ENDS OF THE EARTH.
THAT HEAT...
...THAT *INTENSE* HEAT...
...IT WOULD CAUSE TERRIBLE COMPLICATIONS.
THAT POOR CHILD. THIS IS ALL MY--I--

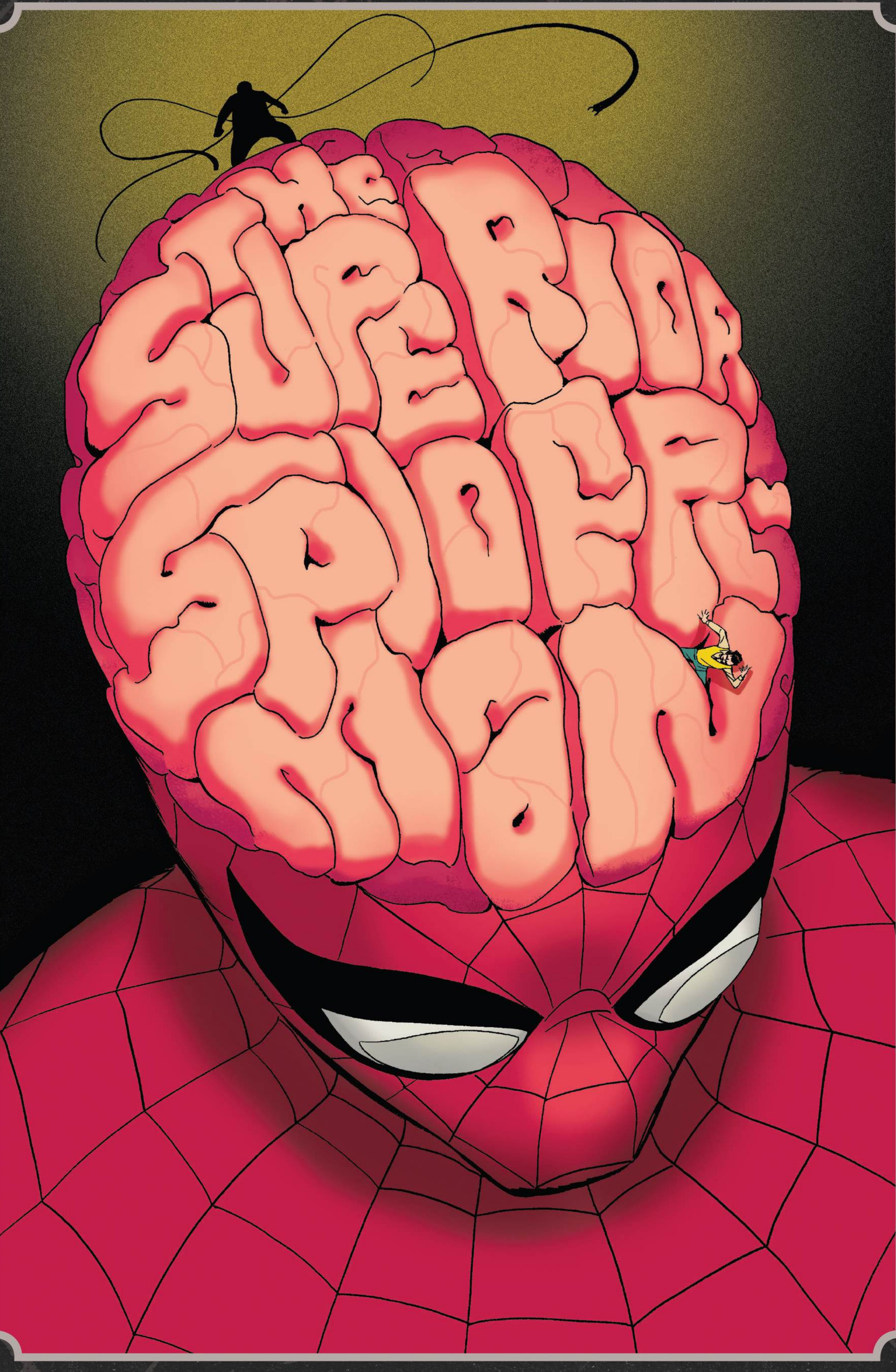
I CAN MAKE THIS *RIGHT!*
I DON'T SEE HOW. ONLY OCTAVIUS--
DR. OTTO OCTAVIUS WAS A BRILLIANT MAN--AND MY *GREATEST* ENEMY.
I'VE DEDICATED MY *LIFE* TO STUDYING HIS TECHNOLOGY. I AM *VERY* FAMILIAR WITH THIS DEVICE.
YOU CAN WORK THE NEUROLITIC SCANNER?
LIKE A *VIRTUOSO!* YOU JUST WATCH!
I'LL MAP THIS CHILD'S MIND DOWN TO ITS LAST NEURON.
I WILL REPAIR ALL THE DAMAGE AND PERFORM THE SURGERY *MYSELF!*
CAN YOU, DOC?
CAN YOU *REALLY* DO THAT?
SPIDER-MAN? YOU KNOW HOW TO USE THE MAGIC HELMET?
SHH. MY DEAREST GIRL, I'M THE MAGICIAN WHO MADE IT.

I MUST BE OUT OF MY MIND. I DON'T KNOW WHO YOU ARE, YOUR CREDENTIALS...
...IF YOU'RE EVEN A DOCTOR OR JUST A MAN IN A MASK...
SAYS CARDIAC.
SPIDER-MAN? YOUR HAND. IT'S TREMBLING.
IT WILL PASS.
I KNOW YOU, DOC. YOU'RE ARROGANT. FULL OF YOURSELF.
I WON'T LET YOU DO THIS! I DON'T KNOW IF YOU *CAN!*
FOR THE SAKE OF THIS GIRL. I SAY--
IT!
WILL!
PASS!
SPIDER-MAN?
DOCTOR?
ARE YOU READY?
YES. IT'S TIME.
TIME TO START BALANCING MY BOOKS.

YOU WERE *BRILLIANT* BACK THERE. ALL THESE YEARS WE FOUGHT-- I NEVER KNEW.
UNDER THAT MASK WAS A MAN OF SUCH SKILL!
I WAS WRONG ABOUT YOU TOO. LOOK AT ALL OF THIS...
...A SECRET UNDERGROUND BASE, IMPRESSIVE EQUIPMENT, MINIONS.
WORKING OUTSIDE THE LAW, BUT DOING *GOOD.* I APPROVE. IN FACT...
...ANYTHING YOU OR THIS PLACE NEEDS OF ME, ALL YOU HAVE TO DO IS ASK.
THANK YOU. NOW ABOUT THE SCANNER.
YOU *NEED* IT FOR SOMETHING, DON'T YOU?
ONLY FOR A LITTLE WHILE. I PROMISE TO RETURN IT.
THEN IT'S YOURS, MY FRIEND. USE IT IN GOOD HEALTH.
AW, CRAP.
CARDIAC! WHY'D YOU HAVE TO GO AND DO THAT?
DOCTORS? OUR PATIENT'S UP. AND SHE'S ASKING FOR YOU.
BOTH OF YOU.

HOW ARE YOU FEELING, LITTLE ONE?
ALL RIGHT.
THEY SAY I'M GONNA BE ALL BETTER NOW.
WANTED TO THANK YOU, SPIDER-MAN. I DON'T HAVE MUCH, BUT...
MR. PINKY PENGUIN.
I WANT YOU TO HAVE 'IM.
CHILD, I COULDN'T...
IT'S OKAY, SPIDEY.
WE'VE ALREADY FOUND HER A REPLACEMENT.

I HAVE NEVER RECEIVED A TOKEN LIKE THIS.
NEVER HAD THIS KIND OF VICTORY.
BEING A HERO? THIS...SUITS ME.
I'VE FINALLY FOUND IT, HAVEN'T I? THE GREATNESS I WAS **BORN** FOR.
YEAH, DON'T GET USED TO IT, OTTO.
SO YOU PUT ONE IN THE WIN COLUMN. DOESN'T MEAN I'M GONNA STOP FIGHTING YOU!
I AM GOING TO FIND A WAY BACK!
NO, PETER. YOU WON'T.
WHAT? YOU CAN--YOU KNOW I'M HERE?
I DO **NOW**. I'VE FOUND YOU. YOU'RE THE ANOMALY.
ALL OF PETER'S MEMORIES I KEPT IN THIS HEAD, TAKING ON A LIFE OF THEIR OWN.
WHOA!
TIME TO PUT A STOP TO THAT.
ROBOT!
WHIRR CLICK-IK. YES, DOCTOR?
READY MY EQUIPMENT. I'M GOING TO PERFORM A **PARKER-ECTOMY!**


The Superior Spider-Man

SUPERIOR *Spider-Man #9* "TROUBLED MIND PART THREE: GRAY MATTERS"

HORIZON
THERE, ROBOT. DO YOU SEE IT? THAT'S HIM. PETER PARKER.
WHIRR CLICK. NEGATIVE.
NO ADDITIONAL LIFE SIGNS DETECTED.
I'M REFERRING TO HIS BRAIN PATTERNS, YOU DOLT.
THERE THEY ARE. HIDDEN BELOW MINE.
ORIGINALLY, I USED A GOLDEN OCTOBOT TO SUPERIMPOSE MY MIND OVER HIS...
...A PROCEDURE THE LATE MR. PARKER ALSO TRIED TO EMPLOY...
...IN AN ATTEMPT TO REVERSE THE PROCESS.
SEE? THERE'S A SET OF HIS MEMORIES...
...ALONG WITH EVERYTHING HE EXPERIENCED WHILE TRAPPED INSIDE MY DYING BODY.
BE A GOOD AUTOMATON AND DELETE THOSE, WOULD YOU?
WHIRR CLICK. AFFIRMATIVE, DOCTOR.
MEMORIES. IT SEEMS WE REALLY ARE THE SUM OF OUR EXPERIENCES.
I LEFT ALL OF PARKER'S INTACT SO I COULD ACCESS THEM--TO HELP ME PULL OFF THIS DOUBLE LIFE.
SOMEHOW THAT CREATED A VERSION OF HIM RUNNING AROUND INSIDE THIS HEAD.
AND THAT WON'T DO AT ALL, WILL IT? GUESS WE'LL HAVE TO DELETE THEM AS WELL.

NEUROLITIC SCANNER'S JACKED IN. WE'RE READY TO BEGIN *FULL MEMORY EXTRACTION.*
TIME TO SAY *FAREWELL,* ONCE AND FOR ALL, TO PETER PAR--
--*KER!*
ERKK--
THERE YOU ARE, PETER.
STILL IN THIS, EH? PUTTING UP A STRUGGLE?
WELL, WE'LL HAVE *NONE* OF THAT!
ROBOT, RESTRAIN THIS INSUBORDINATE APPENDAGE!
WHIRR CLICK. RIGHT ARM SECURED.
CAREFUL, YOU CANTANKEROUS CONTRAPTION. I'LL NEED THAT LATER...
...WHEN *BOTH* THIS BODY AND BRAIN...

...ARE UNDER MY COMPLETE CONTROL!
DTOWMN IHGH LOO
NEVER! I WON'T LET YOU, OCK!
THIS IS MY MIND! MY LIFE!
AND THERE IS NO WAY IN HELL I'M GIVING UP WITHOUT A--
COMMENCING MIND-WIPE!
YES! A COMPLETE PURGE OF ALL THINGS PERTAINING TO PETER BENJAMIN PARKER!
WHA?
WHAT IS THAT? I CAN FEEL...
ALL MY YEARS AT THE *BUGLE*...
LONGING GLANCES AT BETTY BRANT.
...CRUMBLING AWAY!
ADVICE FROM ROBBIE ROBERTSON.
ARGUING WITH JONAH OVER EVERY PAYCHECK...
NO...
NED LEEDS. JOY MERCADO. LANCE BANNON...
...BEN URICH. NORAH WINTERS. NICK--
NICK...? WHAT WAS HIS NAME? HE DIED. HAD CANCER.
WHY CAN'T I...?
...HOLD ON TO ANY OF IT?
NO!
YOU HEAR ME, OCTAVIUS?! THIS'S *MINE!*
YOU ARE *NOT* TAKING THIS AWAY FROM ME!
NONE OF IT!
DILAY ULEGB

SO *THAT'S* HOW IT'S GOING TO BE?
I GUESS THIS WILL REQUIRE A MORE *DIRECT* APPROACH.
VERY WELL.
SYNCHING UP BRAIN PATTERNS.
I'M GOING...
...IN.
AH. THE PARKER MEMORY FRAGMENT.
SHOULDN'T TAKE LONG TO DISPOSE OF YOU...

...AND THEN I CAN RETURN TO MY NEW--
--AND *WELL DESERVED* LIFE.
THINK AGAIN, OCK!
YOU MADE A *BIG* MISTAKE COMING HERE!
BECAUSE THIS IS MY *WORLD.*
MY *RULES.*
EH?
NPEO 42rsh
KREEK
KLIK
KLAK
KLEK

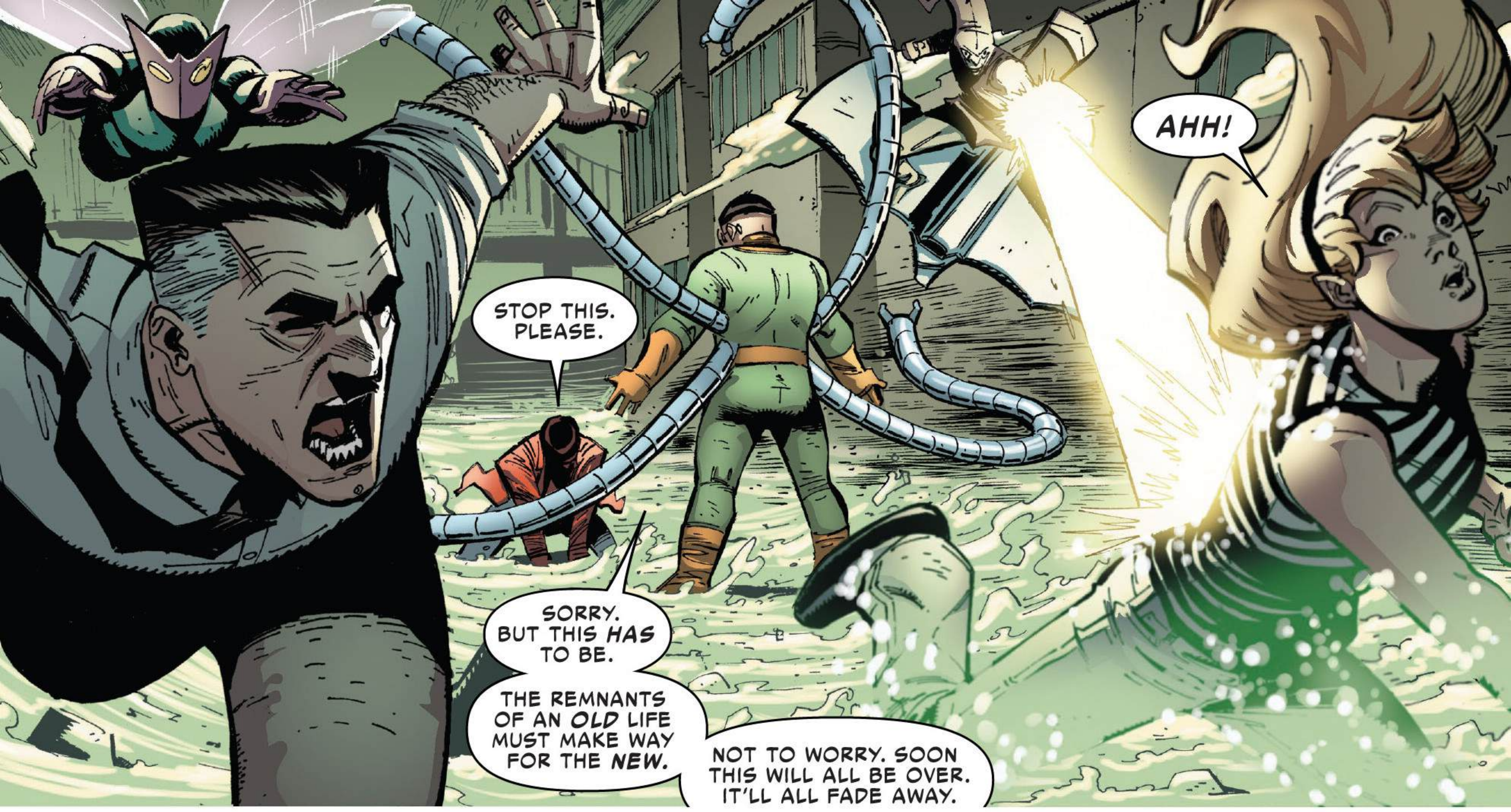
WHAT--WHAT IS THE MEANING OF THIS?
I'D TELL YOU, OTTO, BUT YOU'D **NEVER** UNDERSTAND.
IT'S OKAY, DEAR. EVERYTHING'S GOING TO BE ALL RIGHT.
WE'RE HERE FOR YOU, SON.
ALL OF US.
IS THIS A ***JOKE,*** PARKER?
A MOTLEY ASSORTMENT OF ***CIVILIANS?***
HEY!
IS ***THIS*** YOUR ARMY?
THEY'RE BETTER THAN ***ANY*** ARMY.
GYAH! LET GO!
THEY'RE MY ***FRIENDS.***
MY ***FAMILY.***
MORE THAN ***ANYTHING*** ON EARTH--***THEY*** GIVE ME STRENGTH.
IN ***HERE,*** THEY ***ARE*** MY WORLD. AND NEXT TO ***THEM...***

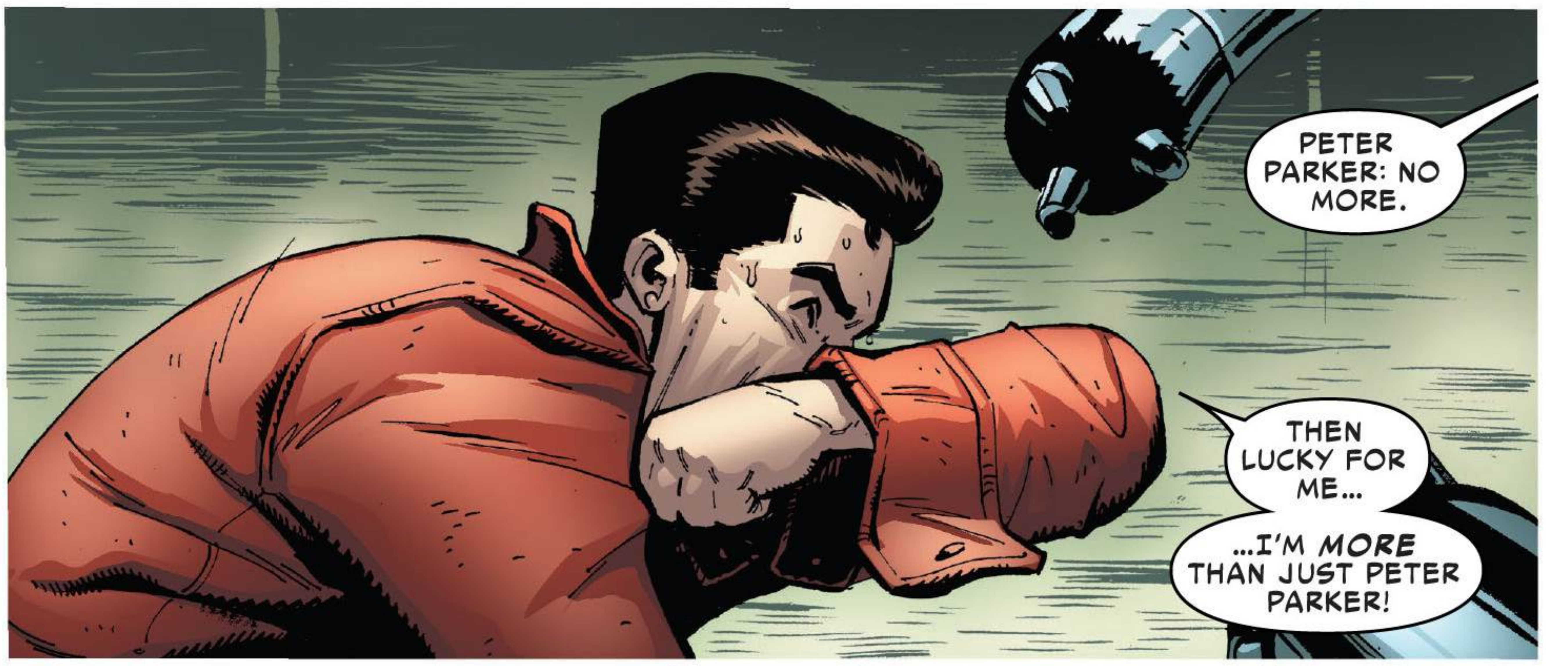
DON'T SWEAT IT, TIGER. WE GOT 'IM!
C'MON, GANG! FOR PUNY PARKER! WE CAN DO THIS!
WHAT DO YOU MEAN "WE"! WHY JUST YOU WATCH...
...I'LL MANHANDLE THIS MULTI-ARMED MENACE ALL BY MYSELF!
GET OFF!
...YOU ARE NOTHING!

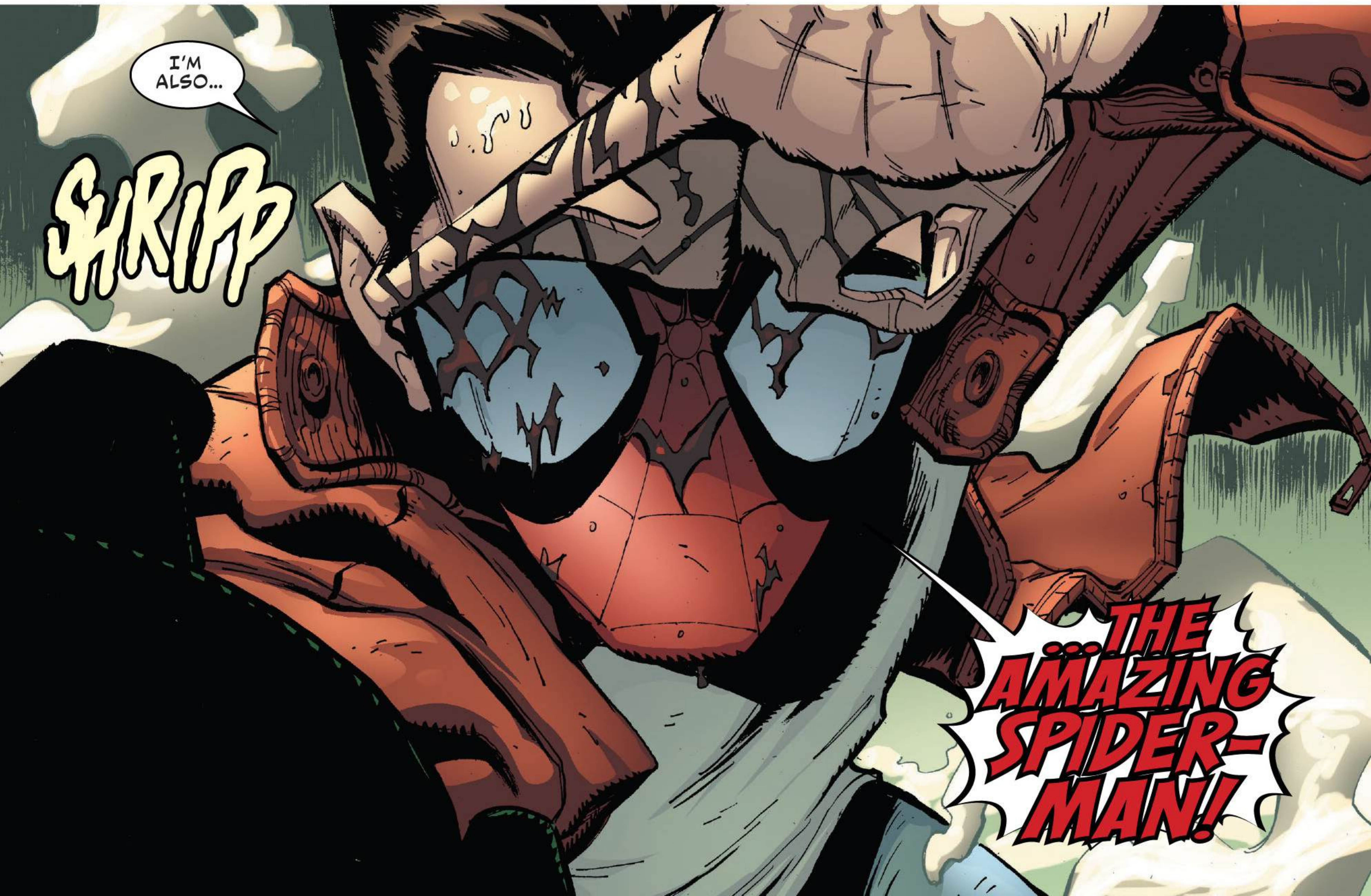
OH, PETER. DID YOU THINK I *WOULDN'T* BE PREPARED FOR THIS?
I'VE BEEN IN YOUR HEAD FOR MONTHS.
AND I HAVE *EVERYTHING* I NEED, RIGHT HERE...
...TO MOUNT THE *PERFECT* DEFENSE.
OH NO...
HAHAHAHA
TOOM
KLIK
...IT CAN'T BE!

HAHAHAHA
OH, THIS'S GONNA BE FUN, PARKER!
HSSSS!
YES! LET THE SHOW BEGIN!
BEHOLD, PETER. ALL YOUR FEARS AND ANXIETIES!
YOUR DOUBTS AND FAILURES! EVERY OUNCE OF DREAD AND PANIC!
ALL GIVEN FORM AND BROUGHT TO LIFE!

THAT'S RIGHT. SPARE THE BOY. KILL THE REST.
DESTROY EVERYTHING HE LOVES.
DOC! YOU CAN'T--
YOU *SWORE* TO ME! PROMISED YOU'D *PROTECT* THESE PEOPLE!
DON'T BE SO NAÏVE.
BANG
WE'RE IN YOUR *MIND*. THESE AREN'T *PEOPLE*.
THEY'RE YOUR *MEMORIES* OF THEM.
UNCLE BEN!
UHK--
CAPTAIN STACY!
CAPTAIN WHO?
CAPTAIN--
GEORGE? JOHN? JIM? GWEN'S DAD! WHY CAN'T I REMEMBER?!
HE WAS LIKE A *FATHER* TO ME!
NO! NOT HIM. THAT OTHER MAN. MY UNCLE. *HE* RAISED ME.
MY UNCLE B--
I *KNOW* I HAD AN *UNCLE!*
WHAT WAS HIS NAME?!
YOU MONSTER.


AHH!
STOP THIS. PLEASE.
SORRY. BUT THIS *HAS* TO BE.
THE REMNANTS OF AN *OLD* LIFE MUST MAKE WAY FOR THE *NEW*.
NOT TO WORRY. SOON THIS WILL ALL BE OVER. IT'LL ALL FADE AWAY.

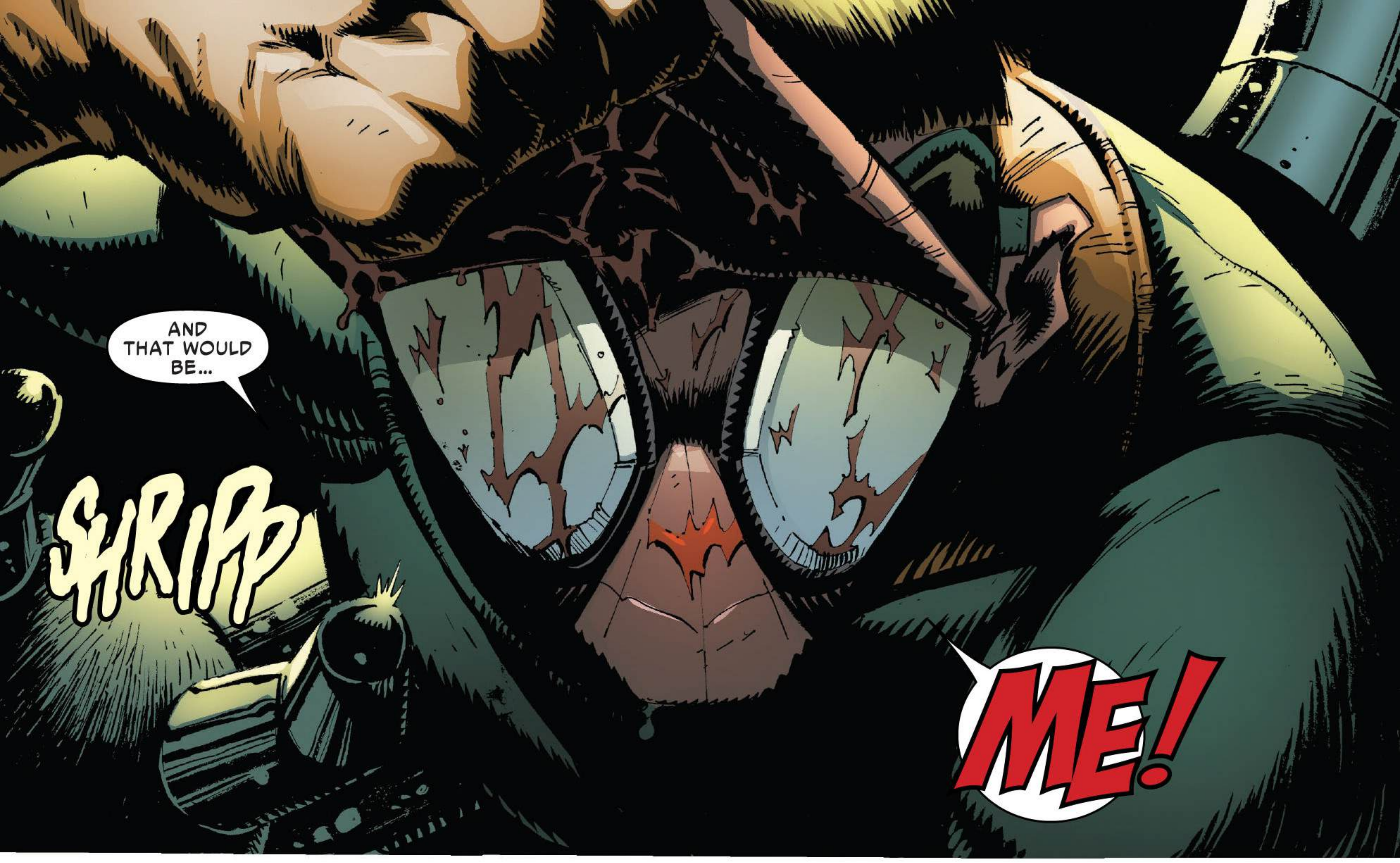

PETER PARKER: NO MORE.
THEN LUCKY FOR ME...
...I'M *MORE* THAN JUST PETER PARKER!

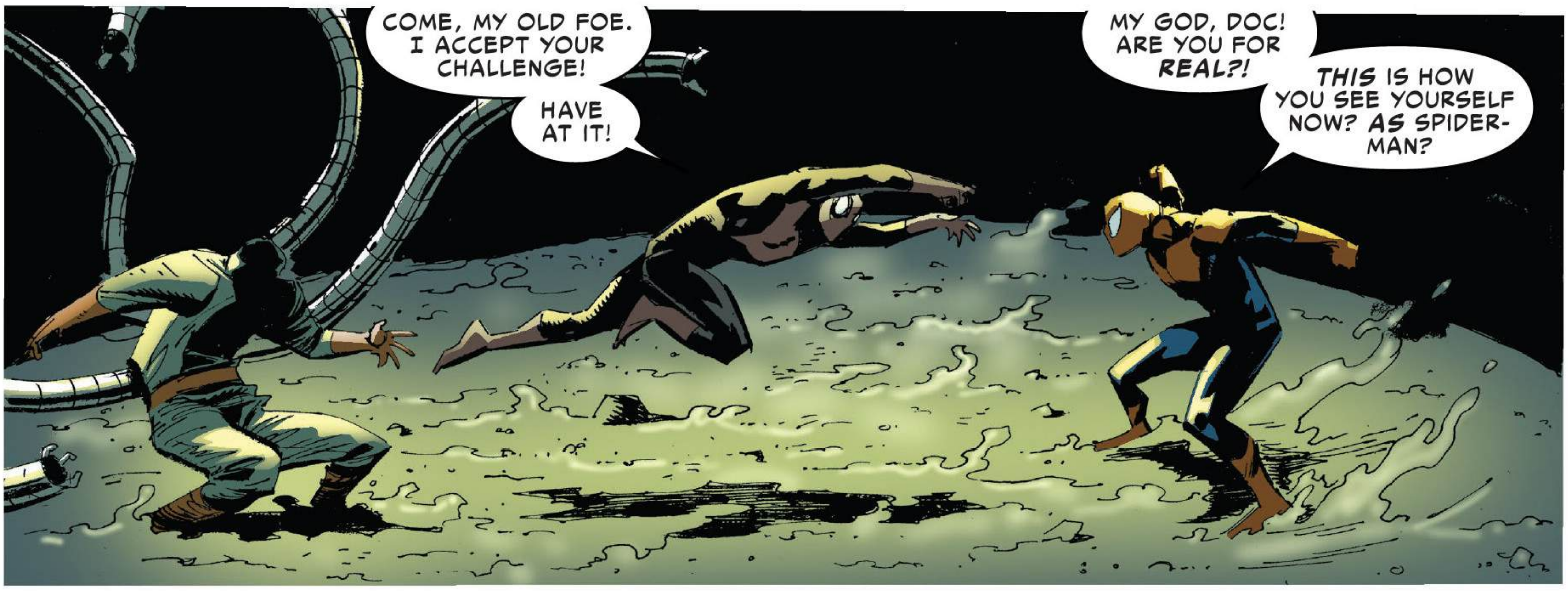

I'M ALSO...
SHRIPP
...THE AMAZING SPIDER-MAN!

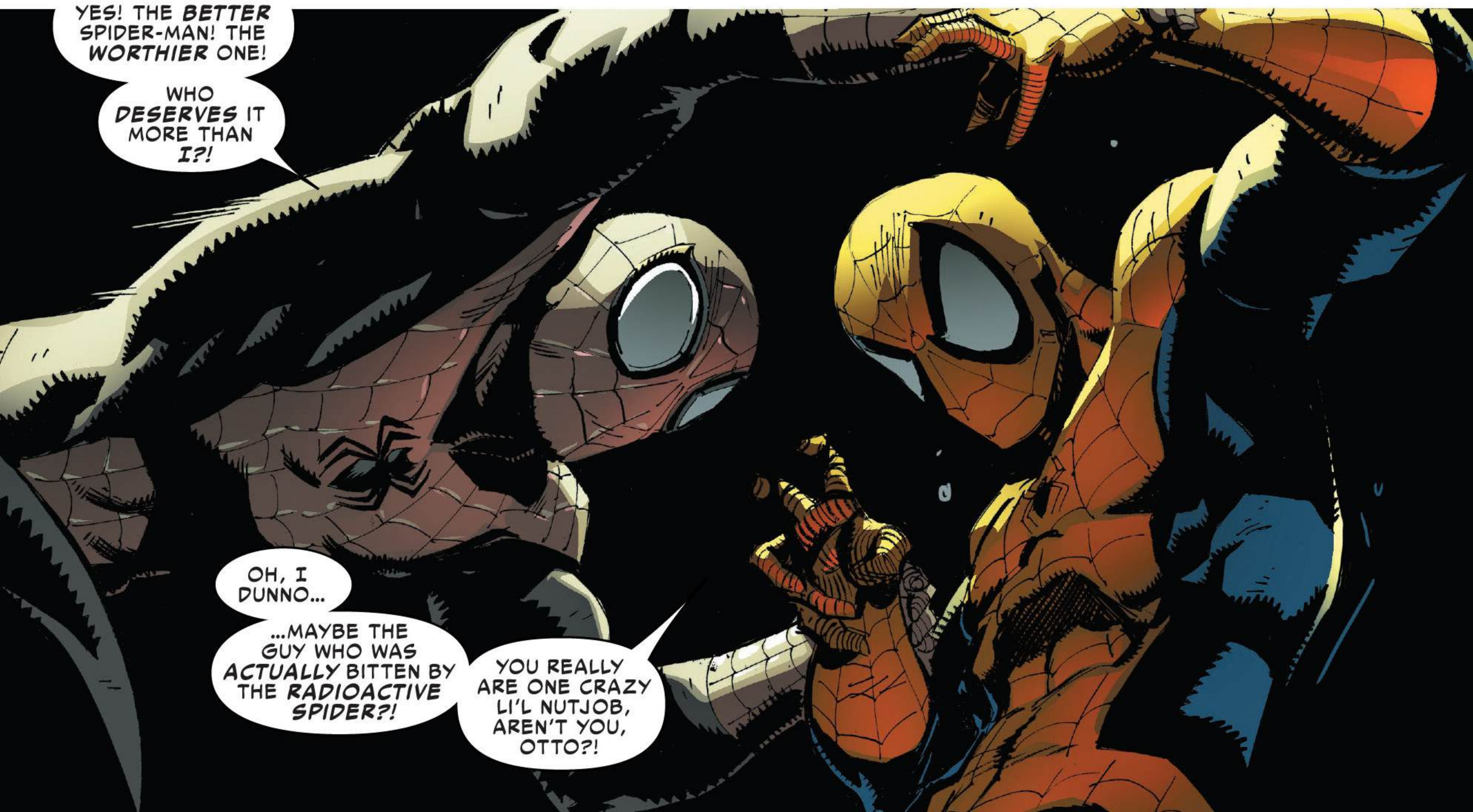
ALL RIGHT, DOC! LET'S DO THIS!
YOU! ME! ONE LAST FIGHT!
WINNER TAKES ALL!
NO! NOT LIKE THIS!
THIS ISN'T FAIR!
KRAK
YOU HAD YOUR SHOT, OCTAVIUS!
YOU *RUINED* YOUR *OWN* LIFE! *YOU STOLE MINE!*
AND YOU TALK TO ME ABOUT WHAT'S *FAIR?!*
WHAT'S THE MATTER, OTTO?! THOUGHT YOU WANTED TO BE A *HERO* NOW?!
HEROES *DON'T RUN!*
I-I'M *NOT* RUNNING!
I'M BIDING MY TIME! PLANNING! SCHEMING!
TAKING THE HIGH GROUND!
THWIP
THE "HIGH GROUND"?

DON'T MAKE ME LAUGH!
THOK
POWER **AND** RESPONSIBILITY!
THAT MEANS **NOTHING** TO YOU, DOES IT?!
QUIET!
NUH-UH. YOU **NEED** TO HEAR THIS!
KRAK
THINK ABOUT IT, DOC. GOOD AND HARD.
THE SECOND YOU FOUND OUT I WAS **STILL** IN HERE--
--**WHAT** DID YOU TRY TO DO?!
WUMP
SAY IT!
D-DESTROY YOU. I--I MUST--
BINGO. AND WHAT WOULD HAVE BEEN THE **RIGHT** THING TO DO?!
THE **RESPONSIBLE** THING?!
THERE'S **STILL** TIME, OTTO. STAND DOWN.
I'M GIVING YOU THIS **ONE** CHANCE TO GO OUT A GOOD GUY. SHOW ME YOU'VE **LEARNED** SOMETHING.
WHAT WOULD A **HERO** DO?

G-GIVE YOU BACK YOUR LIFE? BUT I--
I SEE NOW. HAVE TO BE RESPONSIBLE.
DO THE *RIGHT* THING.
I--I MUST GIVE THIS WORLD WHAT IT *TRULY* NEEDS.
A SUPERIOR SPIDER-MAN!


AND THAT WOULD BE...
SHRIPP
ME!


COME, MY OLD FOE. I ACCEPT YOUR CHALLENGE!
HAVE AT IT!
MY GOD, DOC! ARE YOU FOR *REAL?!*
THIS IS HOW YOU SEE YOURSELF NOW? *AS* SPIDER-MAN?

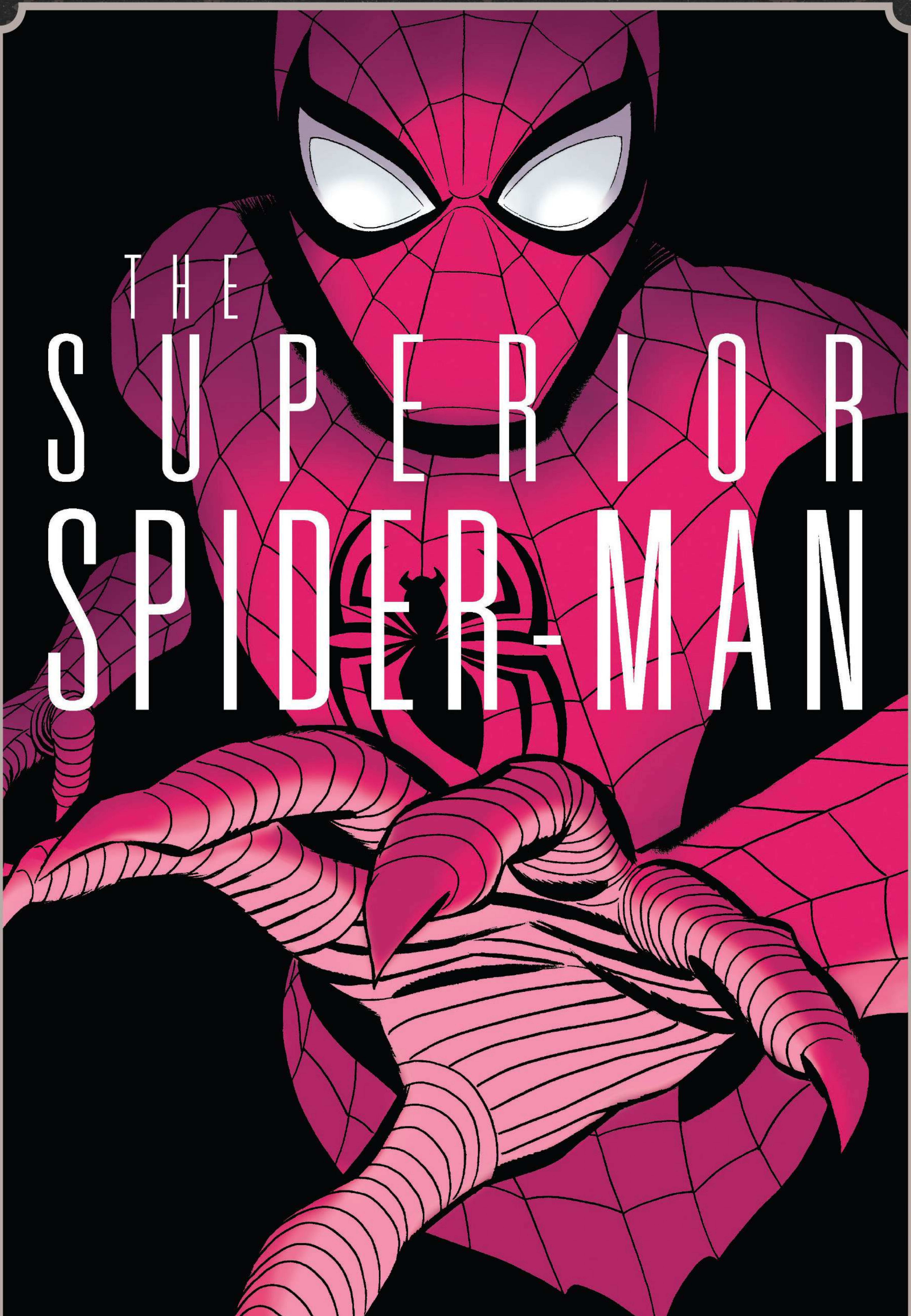

YES! THE *BETTER* SPIDER-MAN! THE *WORTHIER* ONE!
WHO *DESERVES* IT MORE THAN *I?!*
OH, I DUNNO...
...MAYBE THE GUY WHO WAS *ACTUALLY* BITTEN BY THE *RADIOACTIVE SPIDER?!*
YOU REALLY ARE ONE CRAZY LI'L NUTJOB, AREN'T YOU, OTTO?!

CRAZY?! DO YOU HAVE ANY IDEA WHAT I'VE ACCOMPLISHED AS SPIDER-MAN?
CRIME IS DOWN IN THIS CITY BECAUSE OF ME!
THE MAYOR AND THE POLICE SUPPORT ME LIKE NEVER BEFORE!
WHAT ABOUT THE AVENGERS, OCK?!
BECAUSE OF YOU, THEY'RE READY TO KICK ME OFF THE TEAM!
NOBODY TRUSTS ME ANYMORE!
NOT EVEN THE MAN ON THE STREET!
AND WHY WOULD THEY? AFTER YOU BEAT THE HELL OUT OF ALL MY ENEMIES!
YOU EVEN KILLED ONE OF THEM! THAT'S SOMETHING I'D NEVER DO, OTTO! EVER!
OF COURSE NOT. 'CAUSE YOU'RE SO BUSY BEING A "FRIENDLY NEIGHBORHOOD" SPIDER-MAN.
THE FUNNY GUY.
TRYING SO HARD TO MAKE EVERYONE LOVE YOU! AND WHAT GOOD DID IT DO?!

YOU TOOK IT *EASY* ON AN OLD-TIMER LIKE THE *VULTURE*...
...AND HE *GOT AWAY!*
AND WHEN HE CAME BACK, HE WAS USING *YOUNG BOYS* AS HIS FOOT SOLDIERS! *CHILDREN!*
AND WHAT OF *MASSACRE?!* YOU LET HIM *LIVE* LAST TIME...
...AND WHEN HE *RETURNED,* HE KILLED OVER *THIRTY PEOPLE*...
...INCLUDING YOUR FRIEND, *DR. ASHLEY KAFKA!*
AHH!
AND THANKS TO *YOUR* TIMELY INTERFERENCE...
...I ALMOST FAILED TO OPERATE ON AN INFIRM YOUNG GIRL!
YOU TRIED TO GET IN *MY* WAY WHILE I WAS *SAVING HER LIFE! WHY, PETER?!*
I DIDN'T TRUST YOU TO--
DON'T LIE TO ME! I'M IN YOUR HEAD! *I KNOW! SAY IT!*
YOU WERE ABOUT TO GET THE SCANNER.
YOU'D FIND ME.
KNOW I WAS HERE. COULDN'T RISK...

POWER AND RESPONSIBILITY. REMEMBER?
IT WAS ONLY A MOMENT. I'D NEVER...
YOU DON'T *DESERVE* TO BE SPIDER-MAN. YOU UNDERSTAND THAT NOW.
YOU'RE NOT WORTHY. YOU'RE *NOTHING* TO ME. *LESS* THAN NOTHING.
COMMENCING MIND-WIPE!
NO! I'D NEVER...
I KNOW ME.
I'M SPIDER-MAN!
KNOW WHO I AM...
I'M PETER!
PETER P--
PARKER?
PALMER?
I- I DON'T KNOW--
MY *NAME!*
DON'T KNOW MY--
I'M--
I'M--

HE'S GONE.
AND I?
I...
AM...
FREE!


THE
SUPERIOR
SPIDER-MAN

SUPERIOR *Spider-Man #10* "INDEPENDENCE DAY"

BZZZ
SO IT BEGINS.
THE DAWN OF A NEW AGE.
YAHH.
AND THE FIRST DAY OF NO PETER PARKER PRATTLING ABOUT IN THE BACK OF MY HEAD!
DOCTOR.
STATUS?
TARGETS 4 AND 6 ACQUIRED.
EXCELLENT.
FINALLY, I AM FREE TO BE THE MAN--
--OR RATHER THE SPIDER-MAN THAT I WANT TO BE.
WHITE DRAGON AND THE OWL. DECISIONS...
STATE THEIR LOCATIONS. WHICH IS CLOSER?
BOTH TARGETS ARE ON BAYARD STREET AND--
BOTH? EXPLAIN.
THEY HAVE ENGAGED EACH OTHER.
CLARIFY.
BEST DESCRIPTION OF CONFLICT: GANG WAR.
PARKER WAS EVER THE REACTIVE FOOL.
STUMBLING FROM ONE ADVENTURE TO THE NEXT, ALLOWING HIS ENEMIES TO MAKE THE FIRST MOVE.
SLURP.
I, ON THE OTHER HAND, WAIT ONLY WHEN IT SERVES ME.
LET THEM THIN OUT THEIR RANKS. ONCE THEY ARE SUITABLY WEAKENED--ONLY THEN SHALL I STRIKE!

JUST WATCH! WHERE PARKER DEALT WITH THE SYMPTOMS--
--I, OTTO OCTAVIUS, SHALL ELIMINATE THE DISEASE!
I WILL RID THIS CITY OF CRIME.
I WILL SAVE YOU ALL.
FROM THIS POINT ON, I WILL BE A BETTER HERO THAN YOU ALL DESERVE!
INDEPENDENCE DAY

YOU'VE OVERREACHED, OWLSLEY!
MOVING YOUR CHEAP NARCOTICS IN *MY* TERRITORY?! THIS GOES AGAINST ALL OF THE--
SILENCE! YOU HAVE *NO* CLAIM HERE!
THE *REAL* WHITE DRAGON PERISHED MONTHS AGO!
WHO ARE YOU? ONE OF KINGSLEY'S STAND-INS?!
THE ORIGINAL HOBGOBLIN'S BEEN SELLING UNUSED SUPER VILLAIN IDENTITIES TO THE HIGHEST BIDDERS. SEE ASM #697 -STEVE.
IMPOSTER!
COME DOWN HERE, OWL.
I'LL SHOW YOU SOMETHING REAL.
WAK
PATHETIC!
SQUABBLING OVER A FEW SQUARE BLOCKS ALL FOR THE RIGHTS--
--TO PEDDLE YOUR POISONS!
THE WEB-SLINGER!
I'LL HAVE *NONE* OF THAT!
KTAM
LET THIS SERVE AS A REMINDER...
SHK
...AND A WARNING...
SLSH
...FOR ANYONE STUPID ENOUGH...
SHRK
FWSH
...TO BRING *THEIR* WARS...
...TO MY *STREETS*!
THWOK

THAT'S IT?!
RUN! SCATTER! IT *WON'T* HELP YOU!
I'LL FIND EVERY LAST ONE OF--
SPIDER-MAN!
I WAS TALKING. HOW RUDE.
FACE ME! AND FEEL THE FIERY WRATH OF--
"FIERY WRATH"? DEAR LORD, DO I--WE--
WHO *TALKS* LIKE THAT?
GYAH--!
RUNCH
I C-CAN BREATHE FIRE.
NO. YOUR SUIT CAN.
AND CONSIDERING I JUST--
-AHK-
--PARTIALLY CRUSHED YOUR TRACHEA...
AKK AHH
...I'D ADVISE AGAINST BURNING AWAY THE OXYGEN NEAR YOUR MOUTH.
NEXT TIME? DON'T INTERRUPT.

AND AS FOR YOU, OWLSLEY, I HAVEN'T FORGOTTEN ABOUT YOU...
...THOUGH APPARENTLY, YOU'VE FORGOTTEN ABOUT MY *SPIDER-SENSE.*
OH, MY... I--I SURRENDER!
HM.
NO.
THWIP
YOU DON'T GET AN EASY WAY OUT, LELAND.
OH, NO. YOU AND I--WE HAVE SCORES TO SETTLE, OLD FRIEND...
PTAMM
...ALL THOSE BATTLES BACK IN THE DAY.
THE OWL AND THE OCTOPUS!
YES, I'LL ENJOY MAKING AN EXAMPLE OUT OF YOU!

HOLY--CAN YOU HEAR THAT?
WHAT'S SPIDEY DOIN' TO HIM?!
DON'T LOOK BACK!
JUST KEEP MOVIN'!
HEY!
SKREEEEE
YOU RUNNING FROM *THE SPIDER?!*
IF YOU WANNA LIVE, YOU COME WITH US!
WHAT DO WE DO NOW?!
WE GOT MASKS ON, HE CAN'T KNOW WHAT WE--
YOU CRAZY? SPIDER-MAN'S GOT EYES EVERYWHERE. WE'RE SCREWED!
RRRRSP
YO! YOU'RE WITH THE WHITE DRAGON?
WHAT THE HELL--?!
YOU AIN'T GETTIN' AWAY FROM THE SPIDER *TOPSIDE.*
YOU NEED TO LAY LOW, AND I GOT JUST THE SPOT. *C'MON!*

TWO MORE. THE BUG'S BEEN BUSY. BETTER CALL IT IN.
AND GET SOME PARAMEDICS OVER HERE. LOOKIT THESE GUYS.
UNHHH
REMEMBER WHEN HE USED TO LEAVE THE LITTLE NOTES?
I MISS THOSE. WONDER WHY HE STOPPED DOING THAT...
DONE. WITH TIME TO SPARE.
IF I HURRY, I CAN JUST MAKE IT...
...TO MY MORNING CLASS.
EMPIRE STATE UNIVERSITY
PETER!
IT'S THAT WATSON WOMAN. WHAT IS SHE *DOING* HERE?
MAY SAID I COULD FIND YOU HERE. I WAS HOPING WE COULD--
LOOK, WE NEED TO TALK.
JUST WHAT I NEED.
THOUGHT I MADE IT CLEAR I WANT NOTHING MORE TO DO WITH HER.
SORRY, MJ. NOT A GOOD TIME. EARNING A DOCTORATE. VERY BUSY.
WHAT WOULD PARKER SAY?
THIS WAS MUCH EASIER BEFORE I PURGED ALL OF HIS MEMORIES.
RAIN CHECK?
TOODLE-OO.
TOODLE-*WHAT?*
DID HE--? HE BLEW ME OFF.
AFTER MONTHS OF NOT EVEN A SINGLE WORD. PETER? THIS ISN'T YOU. AT ALL.

POLICE D
I CALLED YOU IN BECAUSE OF AN INCIDENT THAT HAPPENED WHILE I WAS ON LEAVE.
I'VE READ THE REPORTS. AND IT DOESN'T ADD UP.
YOU WERE ONE OF THE OFFICERS AT THE SCENE. HELP ME UNDERSTAND THIS...
SPIDER-MAN SHOT AND *KILLED* A MAN?
CPT. WATANABE
THE MAN YOU'RE TALKING ABOUT, CAPTAIN, WAS "*MASSACRE*." A SUPER VILLAIN. A CRAZED GUNMAN.
IF ANYONE SAW SPIDEY WITH A GUN THAT DAY, IT WAS 'CAUSE HE *DISARMED* HIM.
HEY, A LOT OF US DREW ON THAT GUY. WHO'S TO SAY WEB-HEAD'S ROUND TOOK HIM OUT?
FOR ALL I KNOW, COULDA' BEEN ONE I FIRED.
I WAS LOOKING THE WRONG WAY, CAP. GUESS I GOT DISTRACTED...
...BY ALL THE WOMEN AND CHILDREN MASSACRE HAD GUNNED DOWN.
THEY'RE GONE. YOU CAN COME OUT, COOPER.
DON'T KNOW ABOUT YOU, BUT *I'VE* HEARD ENOUGH.
WHAT? FROM THE "*BLUE WALL OF SILENCE.*" NO ONE'S SAYING WHAT *REALLY* HAPPENED.
AND THAT GOES FOR ALL THE EYEWITNESSES TOO. THEY'RE ALL *LYING* TO PROTECT HIM.
YOU SURE?
I PERFORMED THE AUTOPSY ON MASSACRE MYSELF.
HIS WRIST WAS SHATTERED. AT THE MOMENT OF DEATH, HE COULDN'T HOLD A GUN. HE WAS UNARMED.
AND THE GUNSHOT WOUND THAT KILLED HIM? POINT BLANK RANGE.
THE SPIDER-MAN *I* KNOW WOULD *NEVER* DO THAT. BUT THERE'S NO WAY TO PROVE IT THIS TIME...
...NOT WITHOUT TAKING A *LOT* OF GOOD OFFICERS DOWN IN THE PROCESS. I GUESS...

"...WE'LL HAVE TO FIND ANOTHER WAY TO GET THE GOODS ON HIM."
HA HA HA! THERE IT IS, SPIDER.
THE CHINK IN YOUR ARMOR. THE DEVIL IN YOUR DETAILS. THE TROJAN IN YOUR HORSE.
WHAT'S SO FUNNY, BOSS?
THIS, CHILDREN. DO YOU SEE? A DESIGN FLAW.
RIGHT IN THE CENTER OF SPIDER-MAN'S MANY EYES.
SORRY, BOSS. BUT I DON'T SEE NUTHIN'.
I KNOW, DEAR BOY. AND NEITHER WILL HE.
HEE HEE HEE! COME, MY LITTLE CHERUBS...

"...LET'S PUT THIS TO THE TEST!"
EXCUSE ME.
MR. PARKER!
WHAT? YOU'RE DONE? ALREADY?
YES.
WHAT'D YOU GET FOR NINE?
THE BEST LAUGH I'VE HAD ALL MORNING.
PETER, BACK TO YOUR SEAT.
THERE'S NO CONCEIVABLE WAY YOU'VE COMPLETED--
THIS CHARMING LITTLE DIVERSION? PLEASE. CHILD'S PLAY.
TODAY: MID-TERM EXAM
ALSO, THERE WAS A TYPO ON PAGE FOUR. FIXED IT FOR YOU.
...
DON'T BOTHER CHECKING. I ACED IT. LATER, DON.
TODA MID-TE EXA
THIS--THIS IS FAR FROM OVER, MR. PARKER...
...THERE IS *STILL* THE MATTER OF YOUR *THESIS*!
IT'S REVOLUTIONARY. AWE-INSPIRING. YOU'LL LOVE IT.
NOW IF YOU DON'T MIND.
EXIT
PSST. HEY, SLICK.
ANNA!
FREE FOR DINNER?
I HAVE PLANS. WITH MY AUNT.
DESSERT THEN?
ALL RIGHT. IT'S A DATE.
NO TALKING!

Chelsea.
MJ's nightclub.
CAN'T SHAKE THIS FEELING...
PETER'S BEEN ACTING SO ODDLY LATELY...
...BUT THERE'S ALWAYS BEEN *SOMETHING* THERE. A HINT--A SPARK--OF THE GUY I *USED* TO KNOW.
BUT TODAY? NOTHING. JUST A--SENSE OF DREAD. I WONDER...
...IF THIS IS HOW PETER FEELS WHEN HIS SPIDER-SENSE GOES OFF.
MJ
CAN'T BELIEVE THE NEW BOSS SENT US HERE.
WE TOLD HIM THE SPIDER KEEPS AN EYE ON THIS PLACE.
HM. MAYBE THAT'S *WHY.*
LOOK. NUTHIN'.
HE DID IT! HE HACKED THE SPIDER'S NETWORK.
WE'RE NOT SHOWIN' UP ON HIS "*WEB.*"
Y'KNOW WHAT *THAT* MEANS? TIME TO MAKE SOME *MISCHIEF!*
I CAN'T BE THE *ONLY* ONE WHO'S NOTICED IT.
I SHOULD TALK TO SOMEONE. CARLIE? MAYBE AUNT MAY...
WEIRD. THE PHONE'S DEAD...

...HOPE EVERYTHING'S ALL RIGHT.
MY NEPHEW, THE DOCTOR. I'LL NEVER GET TIRED OF SAYING THAT.
I STILL HAVE TO PRESENT MY THESIS, AUNT MAY. BUT, YES, IT'S PRETTY MUCH A LOCK.
"DR. PARKER." YOU SHOULD HAVE CARDS MADE.
WELL, YOU'VE CERTAINLY APPLIED YOURSELF, PETER.
IN NO SMALL PART DUE TO ME. DON'T FORGET...
...I'M THE ONE WHO TAUGHT THE BOY THE VALUE OF HARD WORK!
DINNERS WITH MY NEWFOUND FAMILY. NEVER HAD THIS MUCH SUPPORT IN MY LIFE.
YOU HAD IT ALL, PARKER. BUT YOU COULDN'T APPRECIATE IT, COULD YOU? I WON'T MAKE THAT MISTAKE.
EVERYTHING'S SO LOVELY TONIGHT. AND I DON'T WANT TO RUIN IT...
...BUT I HAVE A REQUEST TO MAKE.
PLEASE. YOU DEAR SWEET LADY. HOW COULD I DENY YOU ANYTHING?
I SAW THAT VIDEO. ON THE YOUTUBES. OF SPIDER-MAN ATTACKING THAT GIRL, CUE BALL.
"SCREWBALL."
YES. AND SOMETHING'S GONE WRONG WITH THAT YOUNG MAN. WHAT HE DID TO HER--IT WAS HORRIBLE. SICKENING.
I KNOW YOU BUILD GADGETS FOR HIM. BUT I'D RATHER YOU DIDN'T.
YOU SHOULDN'T BE ASSOCIATING WITH THAT KIND OF PERSON. PROMISE ME YOU'LL STAY CLEAR OF HIM.
I SWEAR. YOU'LL NEVER SEE THE TWO OF US TOGETHER AGAIN.

WHAT'S THE *MATTER* WITH ALL OF YOU?! YOU'RE TALKING ABOUT SPIDEY AS IF HE'S THE SCUM OF THE EARTH...
...WHEN HE'S ONE OF NEW YORK'S ***GREATEST TREASURES!***
SON, YOU CAN'T BE SERIOUS. LOOK AT WHAT HE DID TO BOOMERANG--
WHO WAS GOING TO BLACKMAIL THE CITY WITH A WEATHER MACHINE!
...OR THE VULTURE!
WINGED MENACE! TERRORIZING THE SKIES!
UM...
I SHOULD BE GOING.
OH. I'M SURE IT WOULD HAVE BEEN PERFECT...
BUT WHAT ABOUT DESSERT?
HE'S PRACTICALLY A SOCIOPATH NOW--
...BUT I'M MEETING UP WITH A GIRL FROM SCHOOL. SHE'S... UM...
POPPYCOCK!
...I THINK SHE'S VERY SPECIAL, AUNT MAY.
HIS TAKE NO PRISONERS ATTITUDE IS JUST WHAT WE NEED--
IN A FASCIST POLICE STATE!
A GIRL? WHY DIDN'T YOU SAY SO? GO! SHOO! DON'T KEEP HER WAITING.
YES, MA'AM.
A DOCTOR. A GOOD JOB. ***AND*** A GIRL. FINALLY.
EVERYTHING'S PERFECT.
--ACTING LIKE JUDGE, JURY, AND EXECUTIONER!
ON CAREER CRIMINALS, YOU BLEEDING HEART HIPPY!

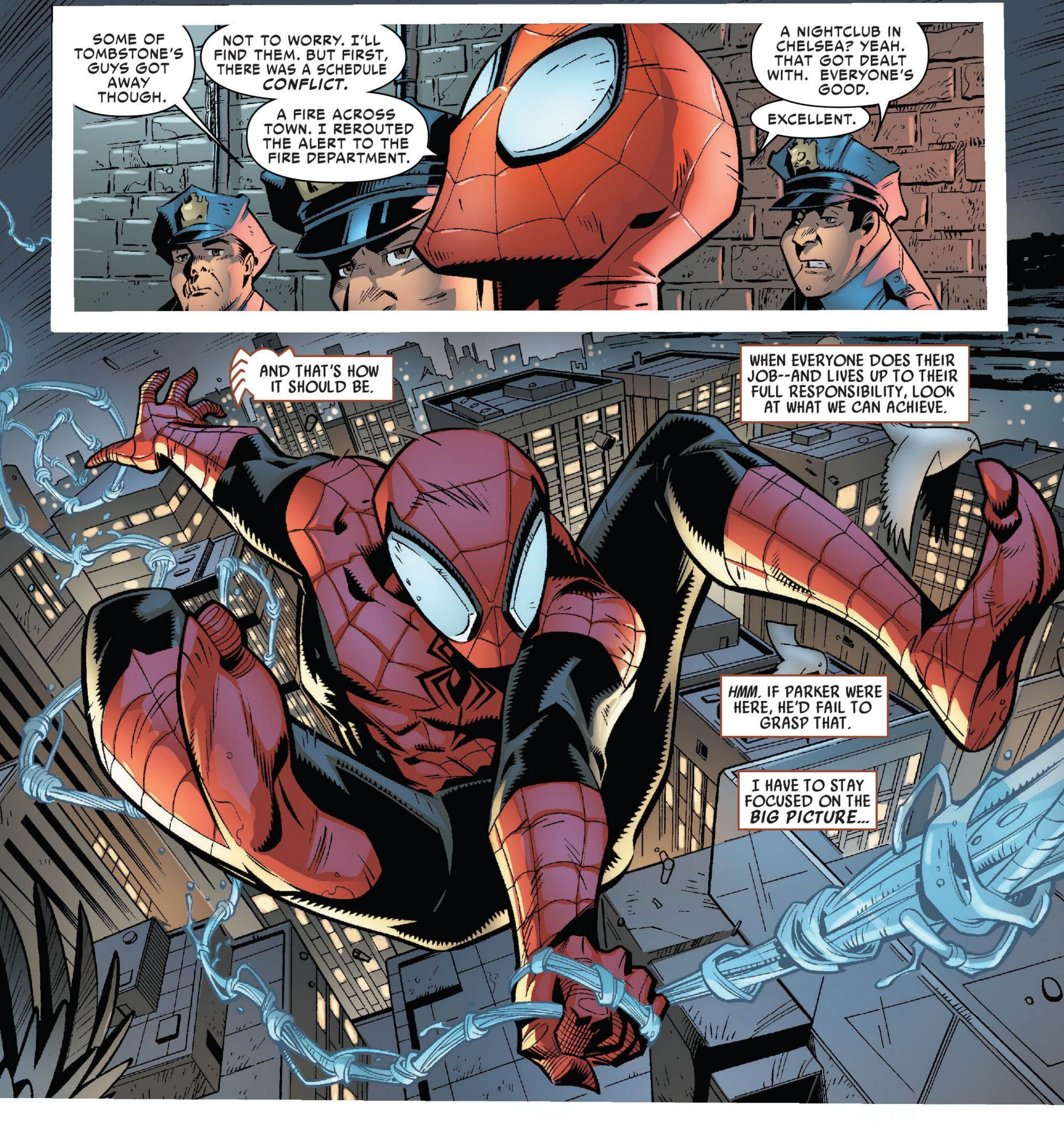
DEAD.
NOT JUST THE LANDLINE. IT'S MY CELL TOO.
YEAH. I'M NOT GETTING A SIGNAL.
ME TOO. ONE SEC...
...LET ME TRY OUT ON THE TERRACE.
I SWEAR, IF I HAVE TO GO A NIGHT WITHOUT TEXTING, YOU MAY AS WELL...
TSSSSS
...KILL ME.
HEY! WAS THAT A JACK O'--
KCHOOM
OH, GOD...
EVERYONE STAY CALM. HEAD FOR THE STAIRS...
DOORS WONT OPEN!
THEY'RE BLOCKED!
HELP! SOMEBODY!
KEEP CALM! OKAY?!
PETER...
...TELL ME YOU SAW THAT!

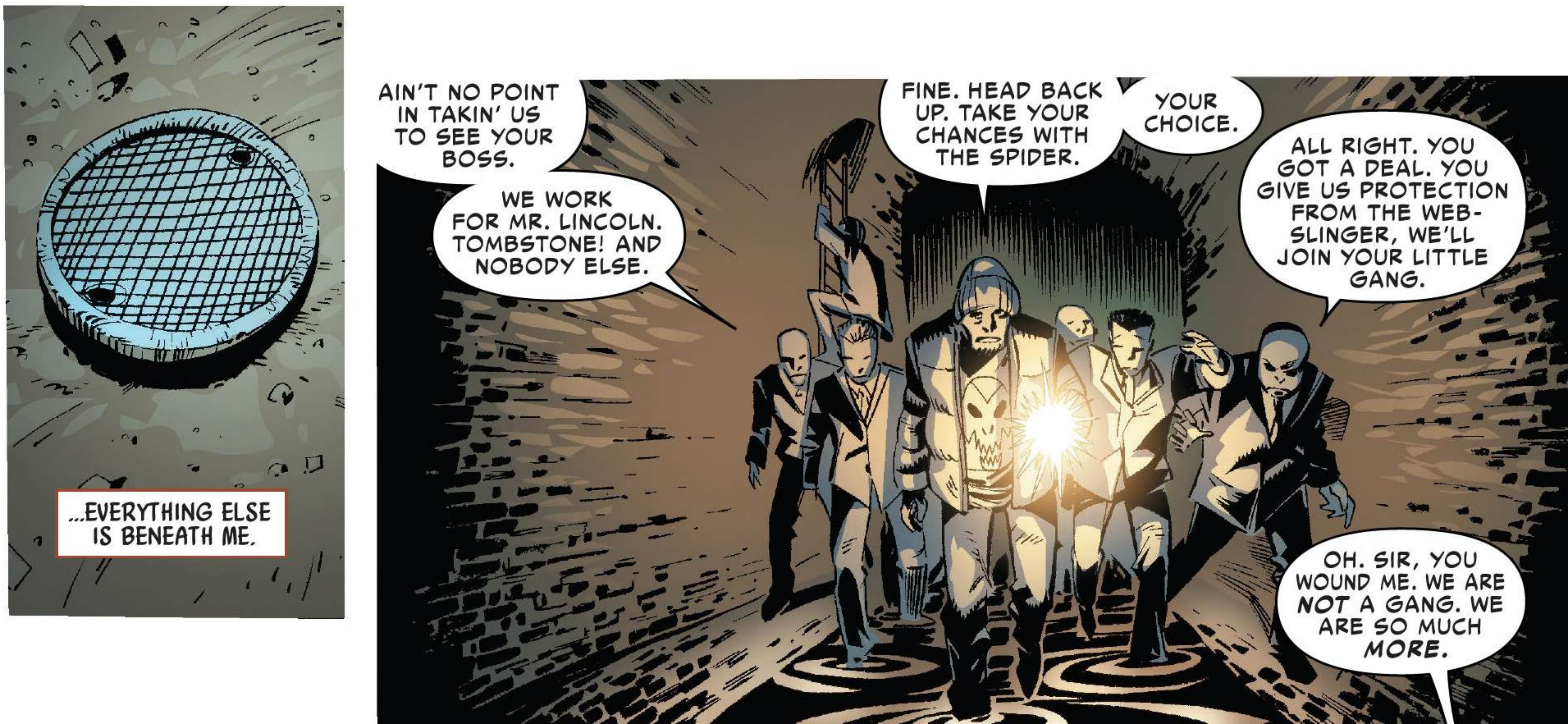
WHAT AM I LOOKING AT?
A CARBONATED SORBET.
WITH DRY ICE?
I'M A SCIENCE CHEF. FROZEN CARBON DIOXIDE IS JUST PART OF THE PROCESS. WE DON'T EAT IT, SILLY.
RIGHT. BECAUSE THAT WOULD BE--
--DANGEROUS.
FUMP
ANNA MARIA!
PSSS
NO!
AHH!
BLAST IT!
PETER, ARE YOU OKAY?!
IT WAS JUST THE SHOCK.
TRUST ME, MS. MARCONI. I'VE BEEN THROUGH WORSE.
DON'T MOVE.
FIRST WE NEED SOME TEPID WATER.
THEN, IF YOU COULD GIVE ME A BOOST TO THE COUNTER...

HERE. SOME OINTMENT. AND THEN WE'LL WRAP IT IN--
ANNA, I'M A SCIENTIST. I KNOW HOW TO TREAT A DRY ICE BURN.
I KNOW--I JUST...I CAN'T STOP TALKING. MY HEART WON'T STOP--
I'M SORRY. OH. LOOK AT THIS MESS.
IT'S OKAY.
YOU--
YOU SAVED ME.
I KNOW.
I PROMISED YOU DESSERT.
THIS *AGAIN?*
BZZZT BZZZT BZZZZZZTT
IT'S--MY PHONE--
I HELP SPIDER-MAN. YOU KNOW THAT, RIGHT? WITH HIS TECH. HE NEEDS ME. PEOPLE COULD BE IN DANGER--
THEN YOU *HAVE* TO GO, SLICK. I'LL...
I'LL BE HERE WHEN YOU GET BACK.
IF YOU STILL WANT TO.

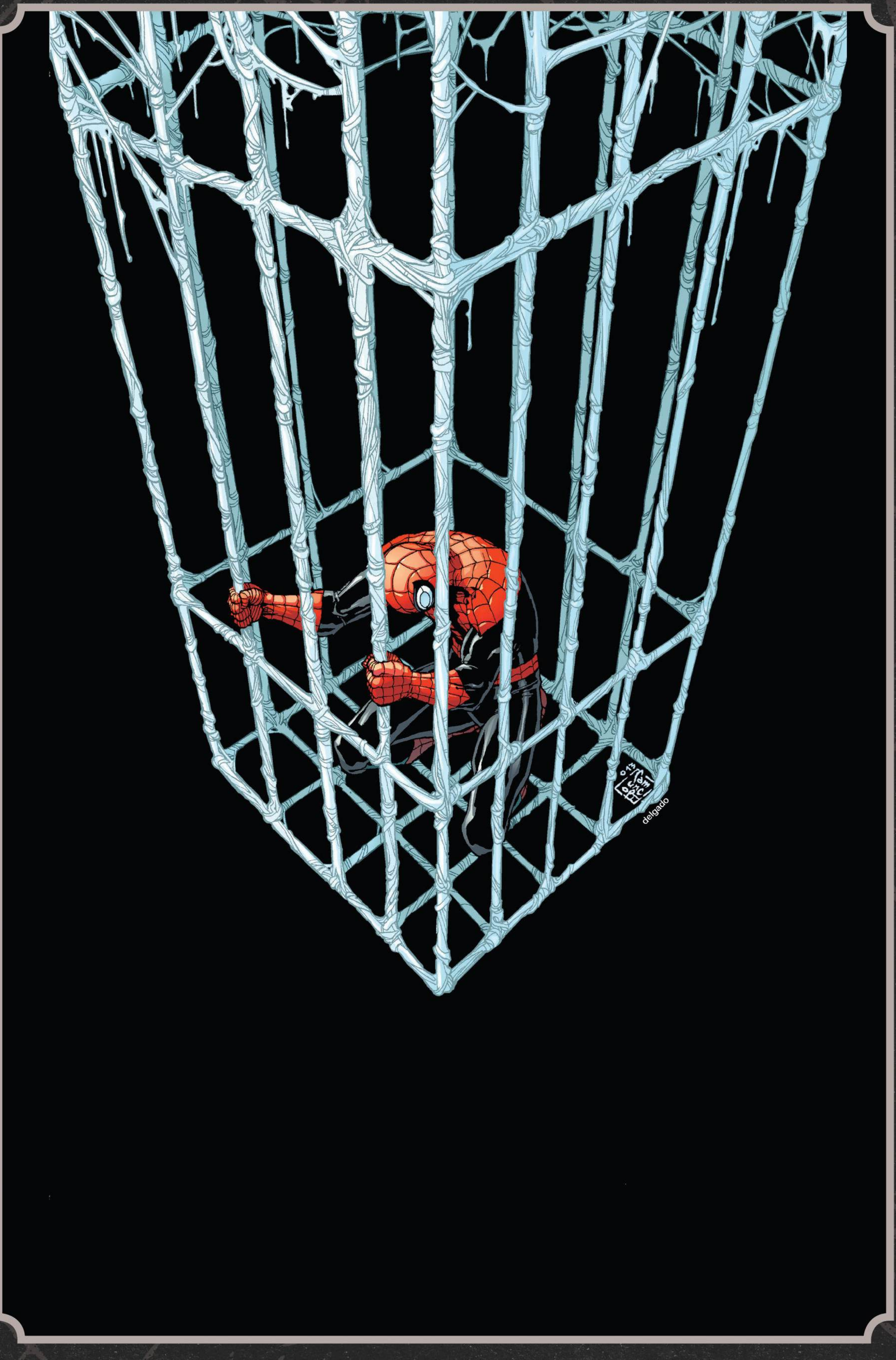
NOBODY'S COMING! DOORS ARE BOLTED SHUT!
THIS ISN'T AN ACCIDENT! SOMEONE WANTS US TO *DIE* IN HERE!
IT WAS ONE OF THOSE VULTURE KIDS! I SWEAR I SAW HIM.
OH THIS CLUB IS *CURSED! MJ?!* WHY AREN'T YOU DOING ANYTHING?!
EXIT
WE'RE GOING TO BE FINE.
PETER'S WATCHING OUT FOR ME. I KNOW IT. NO MATTER WHAT'S GOING ON BETWEEN US...
...OR HOW MUCH HE'S CHANGED, HE'LL ALWAYS BE SPIDER-MAN...
...AND HE'LL ALWAYS KEEP ME SAFE.
I HAVE TO BELIEVE IN THAT. I NEED TO HAVE FAITH.
STAND CLEAR!
KLAM
EVERYONE STAY CLOSE.
WE'RE GETTING YOU OUT OF HERE!
EASY, MA'AM. I HAVE YOU.
PETER?...
KNEW YOU WOULD....
MA'AM?

PETER?
YES?
AH! YOU'RE...
THE VERY BIG FIREMAN.
WELL, I GO BY "PEDRO."
BUT HOW'D YOU KNOW THAT?
OH...
LUCKY GUESS.
"GOOD WORK, SPIDER-MAN..."
...WAY TO SHOW US UP, WEB-HEAD. WITH TOMBSTONE, HERE...
...YOU GOT THE HEADS OF THREE CRIME FAMILIES IN UNDER TWENTY-FOUR HOURS. HOW THE HELL'D YOU DO THAT?
WELL, SERGEANT, LITERALLY...
...IT WAS ALL IN A DAY'S WORK.
HE TRYIN' TO BE FUNNY?
YEAH. JUST GO WITH IT.
BUT IT'S NOT EVEN A--I'M ONLY SAYIN' HE USED TO BE A LOT FUNNIER. THAT'S ALL.


SOME OF TOMBSTONE'S GUYS GOT AWAY THOUGH.
NOT TO WORRY. I'LL FIND THEM. BUT FIRST, THERE WAS A SCHEDULE *CONFLICT.*
A FIRE ACROSS TOWN. I REROUTED THE ALERT TO THE FIRE DEPARTMENT.
A NIGHTCLUB IN CHELSEA? YEAH. THAT GOT DEALT WITH. EVERYONE'S GOOD.
EXCELLENT.
AND THAT'S HOW IT SHOULD BE.
WHEN EVERYONE DOES THEIR JOB--AND LIVES UP TO THEIR FULL RESPONSIBILITY, LOOK AT WHAT WE CAN ACHIEVE.
HMM. IF PARKER WERE HERE, HE'D FAIL TO GRASP THAT.
I HAVE TO STAY FOCUSED ON THE *BIG PICTURE...*


...EVERYTHING ELSE IS BENEATH ME.
AIN'T NO POINT IN TAKIN' US TO SEE YOUR BOSS.
WE WORK FOR MR. LINCOLN. TOMBSTONE! AND NOBODY ELSE.
FINE. HEAD BACK UP. TAKE YOUR CHANCES WITH THE SPIDER.
YOUR CHOICE.
ALL RIGHT. YOU GOT A DEAL. YOU GIVE US PROTECTION FROM THE WEB-SLINGER, WE'LL JOIN YOUR LITTLE GANG.
OH. SIR, YOU WOUND ME. WE ARE *NOT* A GANG. WE ARE SO MUCH *MORE.*

WE'RE A FAMILY. AN EMPIRE! A PANTHEON! AND I?
I AM YOUR DADDY, YOUR GOD...
I AM THE GOBLIN KING!



SUPERIOR *Spider-Man #11* "NO ESCAPE PART ONE: A LOCK FOR EVERY KEY"

Empire State University.
TODAY WE WILL BE EXAMINING THE PHYSICS OF THE PARALLEL DIMENSION KNOWN AS THE *NEGATIVE ZONE.*
MARLA JAMESO
STUDIES SHOW THAT FOR EVERY MINUTE ON EARTH, APPROXIMATELY FIVE AND A HALF HOURS PASS IN THE NEGATIVE ZONE. HOWEVER, THIS RATIO DEPENDS ON--
I USED TO HAVE DREAMS LIKE THIS.
INEXPLICABLY BACK IN SCHOOL. LIVING MY EXCRUCIATING YOUTH ALL OVER AGAIN. A RECURRING *NIGHTMARE.*
OTTO, I DON'T GET ANY OF THIS! HE MIGHT AS WELL BE SPEAKING *SANSKRIT!* I'M GOING TO *FAIL* UNLESS YOU HELP ME!
REALLY, LAMAZE, IS THERE ANYTHING YOUR TINY MIND DOES COMPREHEND? VERY WELL, I'LL GO OVER IT WITH YOU AFTER CLASS...IF YOU *SHUT UP.*
BUT THIS NIGHTMARE IS ONE FROM WHICH I CANNOT WAKE.
AM I *BORING* YOU, MISTER PARKER?
SNAP
NO, DOCTOR LAMAZE.
YOU'D NEED TO *TRIPLE* YOUR I.Q. TO EVEN RISE TO THE *LEVEL* OF BORING ME, YOU BLITHERING, IDIOTIC *DILETTANTE.*
BUT I MUST SIT HERE AND MEEKLY *ACCEPT* BEING CHASTISED BY MY INTELLECTUAL *INFERIOR* BECAUSE PARKER NEVER BOTHERED TO GET HIS DOCTORATE.
THIS IS THE PRICE I PAY FOR CHEATING DEATH...FOR DEFEATING MY GREATEST ENEMY. *HIS* LIFE IS *MY* LIFE NOW. AND FOR BETTER OR WORSE, I AM *TRAPPED* IN IT.

ARE YOU *TRYING* TO ANTAGONIZE HIM? I REALIZE YOU ALREADY KNOW ALL THIS, BUT MAYBE TRY TO *PRETEND* YOU'RE NOT ABOUT TO SLIP INTO A COMA.
ESU
YOU'VE ALREADY PROVEN YOU CAN JUST SHOW UP FOR THE TESTS AND STILL GET THE HIGHEST SCORE. WHY DO YOU EVEN BOTHER COMING TO CLASS?
OH...I DO GET *SOMETHING* OUT OF IT.
HA. I KNEW IT.
ALL RIGHT, ANNA MARIA. I'LL PUT ON A BRAVE FACE AND--
DRRT DRRT
WAS THAT A *CELL PHONE?* SPEAK UP! I *DEMAND* TO KNOW WHO THINKS THEIR SOCIAL LIFE IS MORE IMPORTANT THAN THE *BUILDING BLOCKS OF CREATION!*
DRRT DRRT
THE PRIORITY NUMBER I GAVE THE MAYOR.
I HAVE TO TAKE THIS. PLEASE, CONTINUE YOUR..."*TEACHING.*" I ASSURE YOU I WON'T MISS ANYTHING.
OF ALL THE *ARROGANT,* AUDACIOUS--!
SPEAK.
THIS IS GLORY GRANT. I HAVE AN URGENT CALL FROM MAYOR JAMESON.
I SHOULD HOPE SO, IF YOU'RE USING THIS NUMBER. PUT HIM THROUGH.

SPIDER-MAN. TOMORROW'S THE DAY WE'VE BOTH BEEN WAITING FOR.
THEY'RE EXECUTING ALISTAIR SMYTHE... THE *SPIDER-SLAYER.*
HE'S FINALLY GOING TO *PAY* FOR WHAT HE DID TO MY WIFE.
"IT'S SCHEDULED FOR NOON TOMORROW, AT THE RAFT.
"YOU AND I BOTH KNOW MADMEN LIKE SMYTHE ALWAYS HAVE SOME KIND OF ESCAPE PLAN."
HOLY BIBLE
I REALIZE WE'VE HAD OUR DIFFERENCES. BUT WE'VE PUT THEM ASIDE LATELY, FOR THE GREATER GOOD, AND I'M NOT TOO PROUD TO ADMIT YOU'VE BECOME MY BEST ASSET IN THE WAR ON CRIME.
I WANT YOU THERE. I CAN FEEL IT IN MY BONES...SMYTHE'S GOING TO TRY SOMETHING. AND WHEN HE DOES, I WANT YOU TO *SHUT IT DOWN.*
31
UNDERSTOOD. YOU HAVE MY GUARANTEE: BY THIS TIME TOMORROW, IT WILL ALL BE OVER.
MYT
NOT FOR ME.

The Raft Maximum Security Prison.
MR. MAYOR! TED SHIPLEY, HEAD OF SECURITY. EVERYTHING'S READY. UH, I WAS WONDERING IF YOU'D HAD A CHANCE TO REVIEW MY RESUME--
RAFT
I SHREDDED IT. IN YOUR TIME HERE, SHIPLEY, YOU'VE PRESIDED OVER A RIDICULOUS NUMBER OF ESCAPES, EVEN FOR THIS PLACE. MORBIUS, DR. OCTOPUS...
ALL YOU'VE DONE IS ENDANGER MY CONSTITUENTS. HIRE YOU? YOU'RE LUCKY I DON'T HAVE YOU BROUGHT UP ON CHARGES.
HOUSING SUPERHUMAN SOCIOPATHS WITHIN SPITTING DISTANCE OF MANHATTAN...IT'S LUNACY. I'M ASHAMED IT TOOK ME SO LONG TO SHUT THIS HELLHOLE DOWN.
NOW WALK ME THROUGH WHAT YOU'RE DOING, AND BE GLAD YOU'RE GETTING OUT OF THIS WITH YOUR PENSION INTACT.
Y-YES, SIR. I PROMISE YOU...
...WE'RE TAKING EVERY POSSIBLE PRECAUTION.

WE'VE ALMOST CLEARED THE INFIRMARY. YOU MIGHT'VE SEEN *JESTER* AND *SCREWBALL* OUTSIDE... THEY WERE AMBULATORY. THE REST OF THESE GUYS...
WELL, THEY'RE THE ONES YOUR SPIDER-PAL GAVE SOME *EXTRA* TLC. HE BEAT *BOOMERANG* ALMOST TO DEATH.
PUNCHED THE *SCORPION'S* JAW CLEAN OFF. WE HAVE TO FEED HIM THROUGH A SPECIAL APPARATUS.
AND THE *VULTURE'S* BLIND, WITH MULTIPLE LACERATIONS. WE'RE BRINGING IN SPECIAL TRANSPORTS FOR ALL THREE.
MEYERS
TOOMES
THIS IS THE MAXIMUM SECURITY WING. ALMOST EVERYONE'S BEEN PLACED IN OTHER FACILITIES.
WHAT'S THE *LIZARD* STILL DOING HERE? THAT MONSTER *KILLED A CHILD!*
HE'S BEEN A MODEL PRISONER. QUIETER THAN THE MICE WE FEED HIM. WE'RE MOVING HIM TOMORROW, WITH THE OTHER LOW PRIORITY INMATES.
RAFT
AND SMYTHE... WELL, THAT'S AN EASY ONE.
HE'LL BE LEAVING IN A *BODY BAG*.

Horizon Labs. South Street Seaport.
Careful with that, you oafs.
Peter! What's going on here? That's a million dollars worth of Horizon Labs equipment, and I haven't seen so much as a memo about it!
HORIZON
RAFT
RAFT
RAFT
DS·GC·JD
There wasn't time. It's for important Spider-Man business; that's all you need to know. If the cost bothers you, I'll write a check.
I realize Spider-Man's work is important, but you still have a job to do. The end of the quarter's coming, and you haven't shown me any new work.
Good God. I can't even breathe without some small-minded, tin-pot dictator attempting to order me about like a common office drone!
We're ready to roll here, Mr. Parker.
Don't worry your fuzzy little head, Max. I'll turn in an invention soon, and it'll be so brilliant it'll make you weep. Now run along, hm?
Police Department City of New York
I understand great minds can be eccentric, so I encourage freedom of expression. But this is still my company. I'm the boss.
And there is only so much disrespect I will take from an employee, no matter how gifted.
You are dangerously close to reaching that limit.
As are you, you gelatinous, Bohemian poseur.
Why must I answer to anyone, let alone that imbecile? Mine is one of the greatest minds on the planet.
I should be captain of my own destiny.

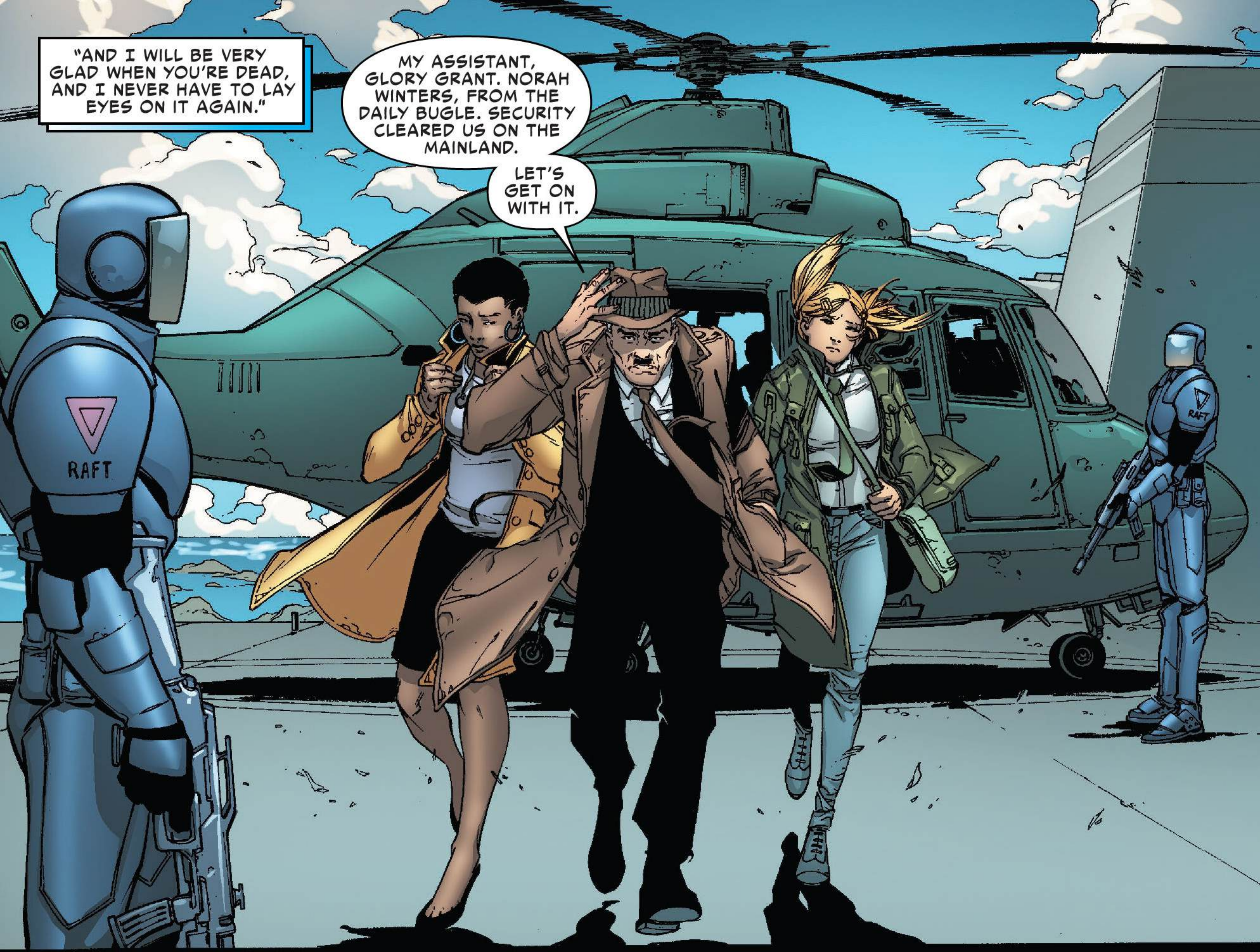
I THOUGHT IT MY ULTIMATE VICTORY WHEN I TRAPPED PETER PARKER'S MIND IN MY FAILING BODY, TO DIE IN MY PLACE.
BUT OF LATE I'VE BEGUN TO REALIZE I TRAPPED *MYSELF* AS WELL. IN *HIS* BODY. HIS *LIFE*. THE MYRIAD SHACKLES AND LIMITATIONS HE'D IMPOSED ON IT.
HAVING FELT HIS EXPERIENCES AS IF THEY WERE MY OWN, I CAN'T TURN MY BACK ON THE *RESPONSIBILITY* THAT COMES WITH THE POWER OF SPIDER-MAN.
NOR DO I WANT TO. BUT THERE IS NO REASON I MUST *SHOULDER* THAT RESPONSIBILITY THE *SAME WAY* HE DID.
TEK
I'VE ALREADY OUTDONE HIM IN SO MANY RESPECTS. PARKER'S SELF-HATE, HIS NAIVE NOTIONS OF SELF-FLAGELLATION, SPURRED HIM TO DO EVERYTHING THE *HARD* WAY.
BUT NOW THAT I'VE ERASED EVERY VESTIGE OF HIS PERSONA FROM MY MIND, IT'S OBVIOUS HOW POINTLESS THAT WAS. HOW *SELFISH*, REALLY.
SHOULD I BE *ASHAMED* FOR BUILDING THOUSANDS OF SPIDER-BOTS, PATROLLING THE CITY BETTER THAN ONE MAN EVER COULD?
IS IT *WRONG* TO USE EVERY POSSIBLE ADVANTAGE AGAINST RUTHLESS PSYCHOTICS WHO WOULD SLAUGHTER INNOCENTS BY THE DOZEN?
OF COURSE NOT.
I AM A FAR *BETTER* SPIDER-MAN THAN HE EVER WAS.

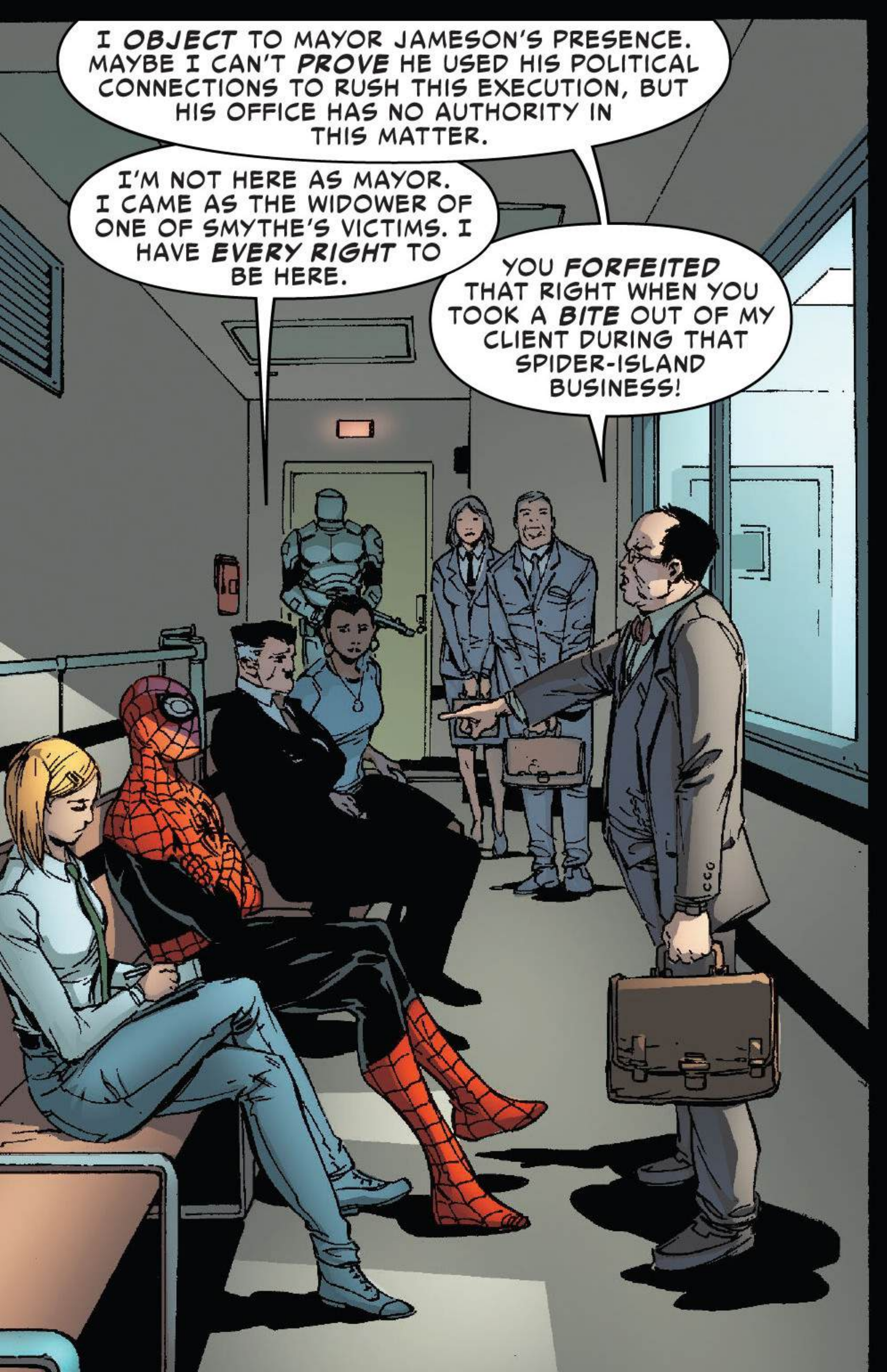
I'M THE SUPERIOR SPIDER-MAN.
AND I WILL BE FREE.

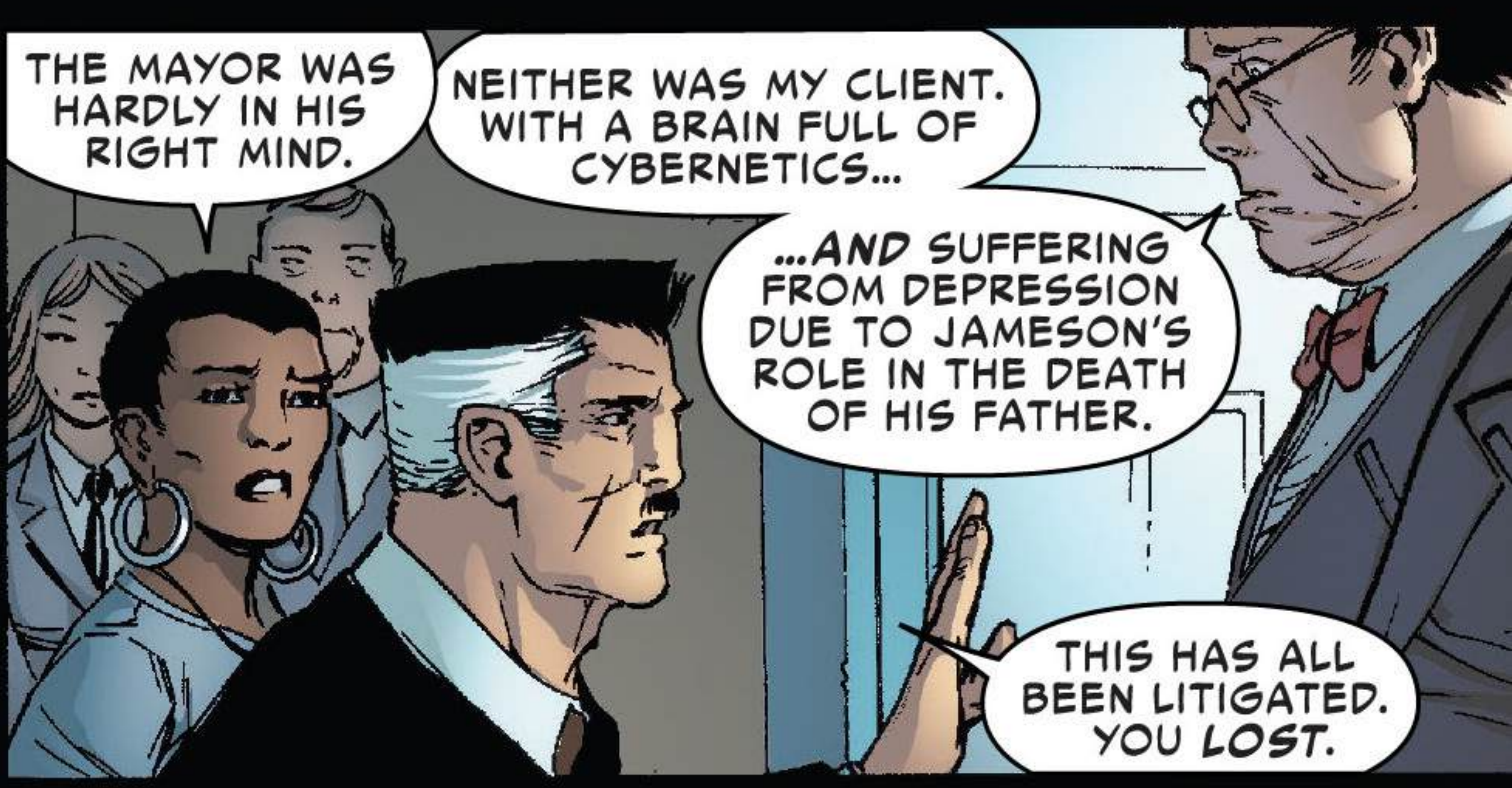
WHAT IS ALL THIS STUFF?
NEED TO KNOW, PAL. AS IN YOU *DON'T*.
I'M THE *HEAD* OF--
RAFT
NYPD
GAH!
WHAT IN THE NAME OF ELVIS AARON PRESLEY--
RAFT
RAFT.
THEY'RE WITH ME.
S-SPIDER-MAN! UH, WELCOME TO THE RAFT. I'M TED SHIPLEY, HEAD OF SECURITY. WE SHOULD COORDINATE--
I KNOW WHO YOU ARE.
RAFT
WELCOME TO THE RAFT, OCTOPUS. WE'LL TREAT YOU REAL NICE HERE.
SINCE YOU'RE TOO MESSED UP TO SHOWER, I'LL GIVE YOU BATHS *PERSONALLY*. *HA!*
YOU'RE A COMPLETE AND TOTAL FAILURE. BOTH AS HEAD OF SECURITY AND AS A MAN.
DON'T BOTHER ME AGAIN.
RAFT

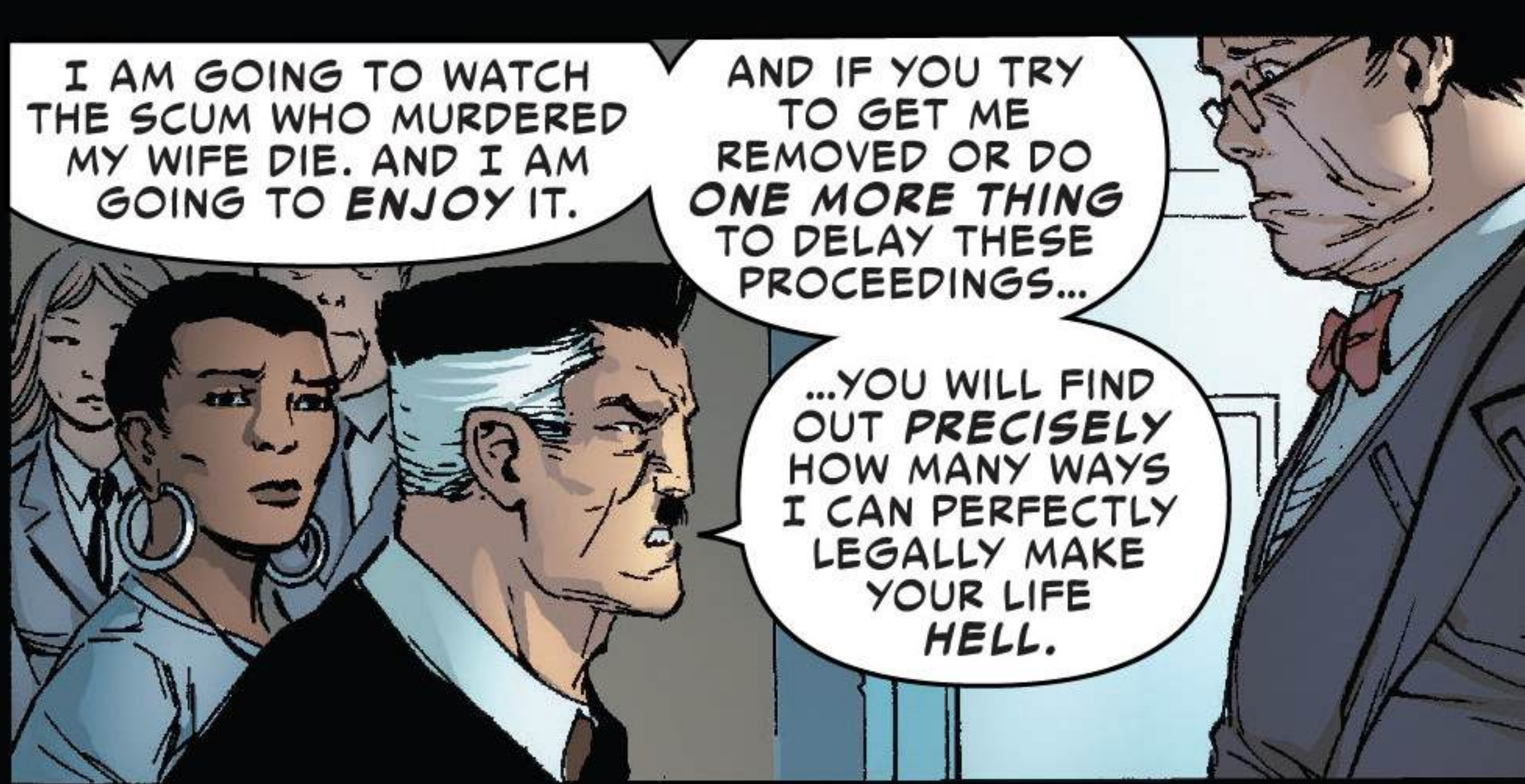
I'M FOLLOWING THE SPECS, BUT I CAN'T TELL IF I'M DOING IT RIGHT. I DON'T KNOW WHAT ANY OF THIS STUFF DOES.
GOOD. THEN YOU CAN'T BE BRIBED TO *SABOTAGE* IT. JUST DO AS YOU'RE TOLD. I'LL INSPECT EVERYTHING AFTERWARD.
NYPD
YES...
EXCELLENT.
SPIDER-MAN. COME TO SUPERVISE THE *SLAYING OF THE SPIDER-SLAYER*, EH? I'M SURE YOU'RE THOROUGHLY ENJOYING THE IRONY OF THAT.
I'M SUPPOSED TO SAY SOMETHING TO THE EFFECT THAT I TAKE NO PLEASURE IN THE DEATH OF ANY HUMAN BEING, EVEN A WRETCH LIKE YOU.
BUT THE TRUTH IS, SMYTHE, I *RELISH* KNOWING THAT YOU'RE GOING TO DIE IN THIS--
--GODFORSAKEN... PLACE.

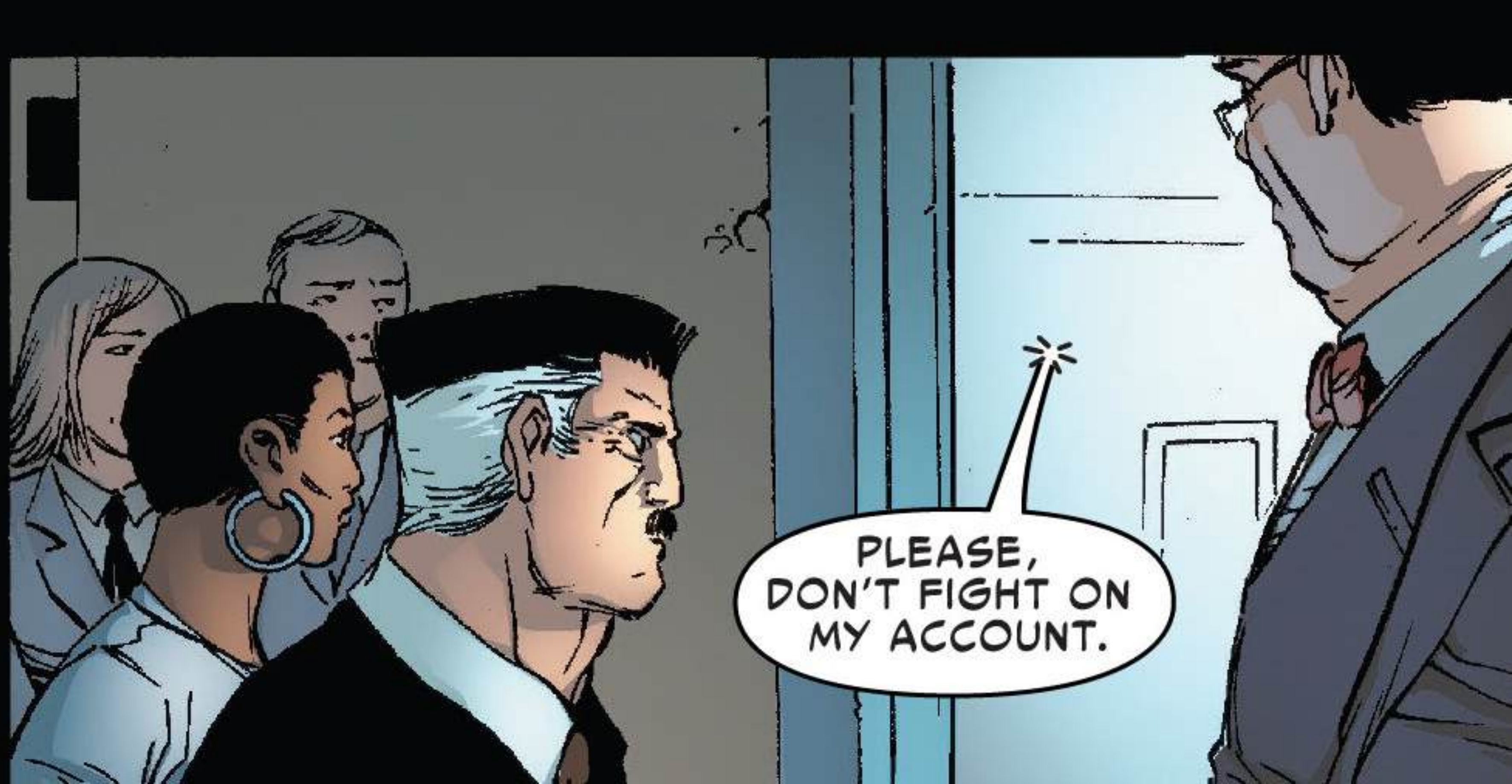
AND WILL YOU HEAR THE SCREAMING OF *MARLA JAMESON* IN YOUR HEAD, AS I SLAUGHTERED HER LIKE THE PIG SHE WAS? WILL YOU HEAR--
HEY! WHERE DO YOU THINK YOU'RE GOING?
SPIDER-MAN?
DON'T WALK AWAY FROM ME, YOU COWARD!
DEAR GOD, IT WAS HERE.
IT'S JUST AN EMPTY CELL NOW, BUT NOT THAT LONG AGO *I WAS* HERE.
CELL 008
OCTAVIUS
TRAPPED IN A LIFE SUPPORT SUIT. FEELING MY BODY SLOWLY ROTTING AWAY.
WAKING UP EVERY DAY KNOWING THIS WAS WHERE I WAS GOING TO DIE.
I'M DONE PLAYING GAMES WITH YOU, SMYTHE. UNLIKE YOU, I'M FREE TO LEAVE THIS PLACE.
CELL 008
OCTAVIUS


"AND I WILL BE VERY GLAD WHEN YOU'RE DEAD, AND I NEVER HAVE TO LAY EYES ON IT AGAIN."
MY ASSISTANT, GLORY GRANT. NORAH WINTERS, FROM THE DAILY BUGLE. SECURITY CLEARED US ON THE MAINLAND.
LET'S GET ON WITH IT.
RAFT
RAFT


I *OBJECT* TO MAYOR JAMESON'S PRESENCE. MAYBE I CAN'T *PROVE* HE USED HIS POLITICAL CONNECTIONS TO RUSH THIS EXECUTION, BUT HIS OFFICE HAS NO AUTHORITY IN THIS MATTER.
I'M NOT HERE AS MAYOR. I CAME AS THE WIDOWER OF ONE OF SMYTHE'S VICTIMS. I HAVE *EVERY RIGHT* TO BE HERE.
YOU *FORFEITED* THAT RIGHT WHEN YOU TOOK A *BITE* OUT OF MY CLIENT DURING THAT SPIDER-ISLAND BUSINESS!


THE MAYOR WAS HARDLY IN HIS RIGHT MIND.
NEITHER WAS MY CLIENT. WITH A BRAIN FULL OF CYBERNETICS...
...*AND* SUFFERING FROM DEPRESSION DUE TO JAMESON'S ROLE IN THE DEATH OF HIS FATHER.
THIS HAS ALL BEEN LITIGATED. YOU *LOST*.


I AM GOING TO WATCH THE SCUM WHO MURDERED MY WIFE DIE. AND I AM GOING TO *ENJOY* IT.
AND IF YOU TRY TO GET ME REMOVED OR DO *ONE MORE THING* TO DELAY THESE PROCEEDINGS...
...YOU WILL FIND OUT *PRECISELY* HOW MANY WAYS I CAN PERFECTLY LEGALLY MAKE YOUR LIFE *HELL*.

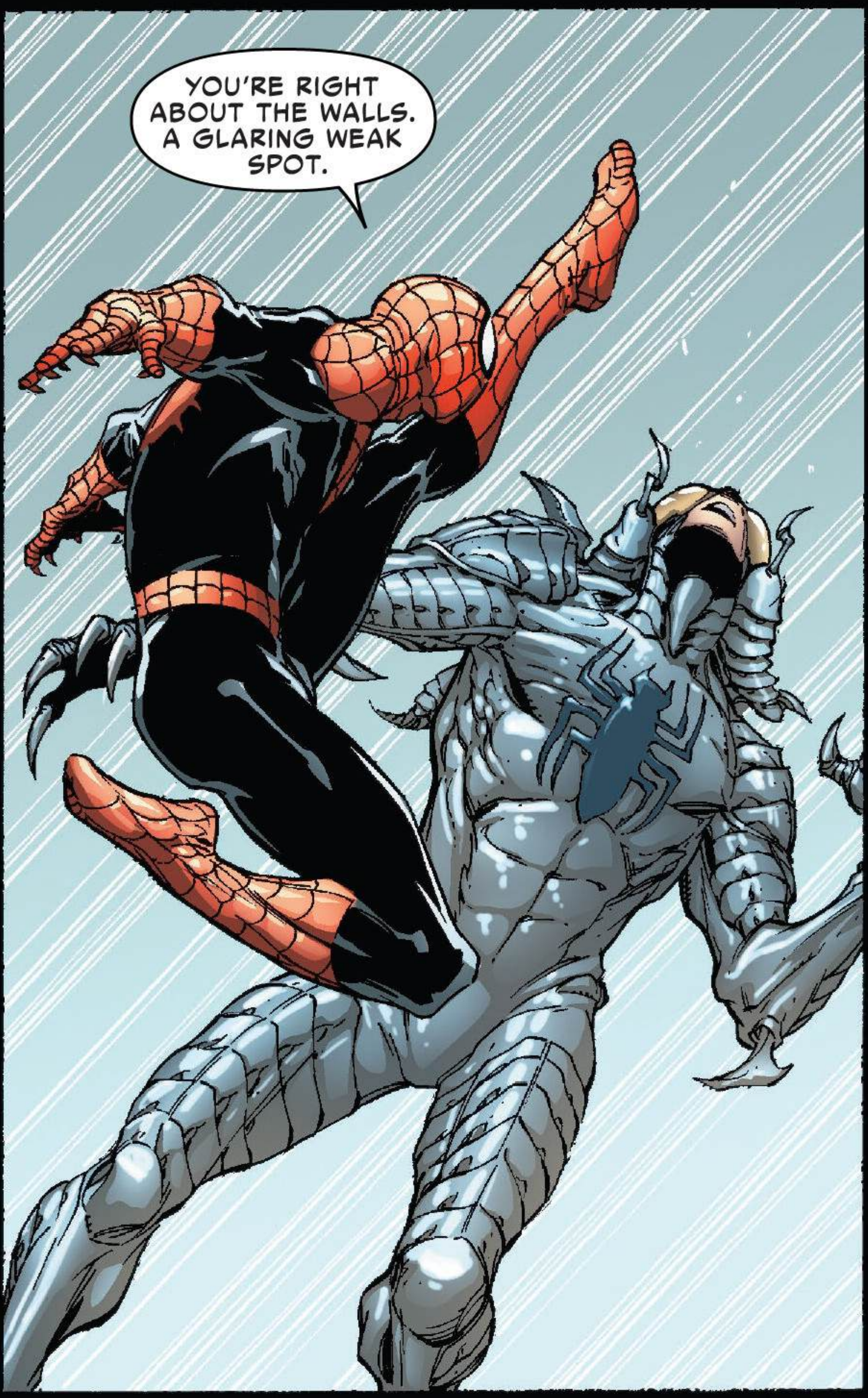

PLEASE, DON'T FIGHT ON MY ACCOUNT.

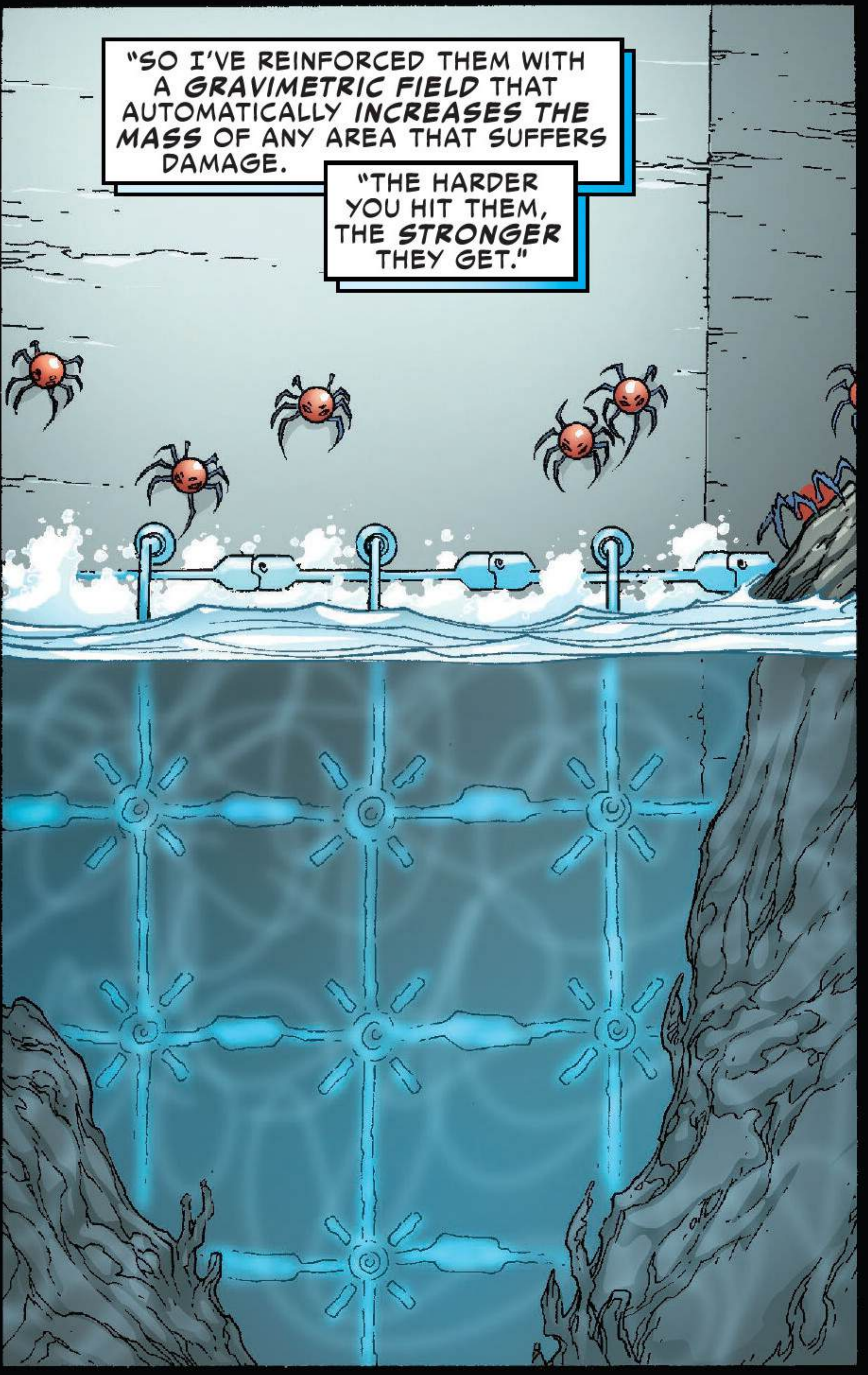
I BEAR NO MALICE TOWARD MR. JAMESON, OR ANYONE ELSE HERE.
I'M A CHANGED MAN. I'VE GIVEN MY LIFE TO GOD.
I AM CONFIDENT THAT I WILL BE SAVED.
HOLY BIBLE
THAT OLD CHESTNUT? PLEASE. A LIFELONG CRIMINAL, A *MURDERER*, DOESN'T SUDDENLY BECOME A DIFFERENT--
--DIFFERENT...
WHY'D YOU STOP? THAT WAS GOLD.
IT DOESN'T MATTER. WE'RE WASTING TIME.
KILL THE MAN AND LET'S BE DONE WITH IT.
RAFT
YES.
LET'S.

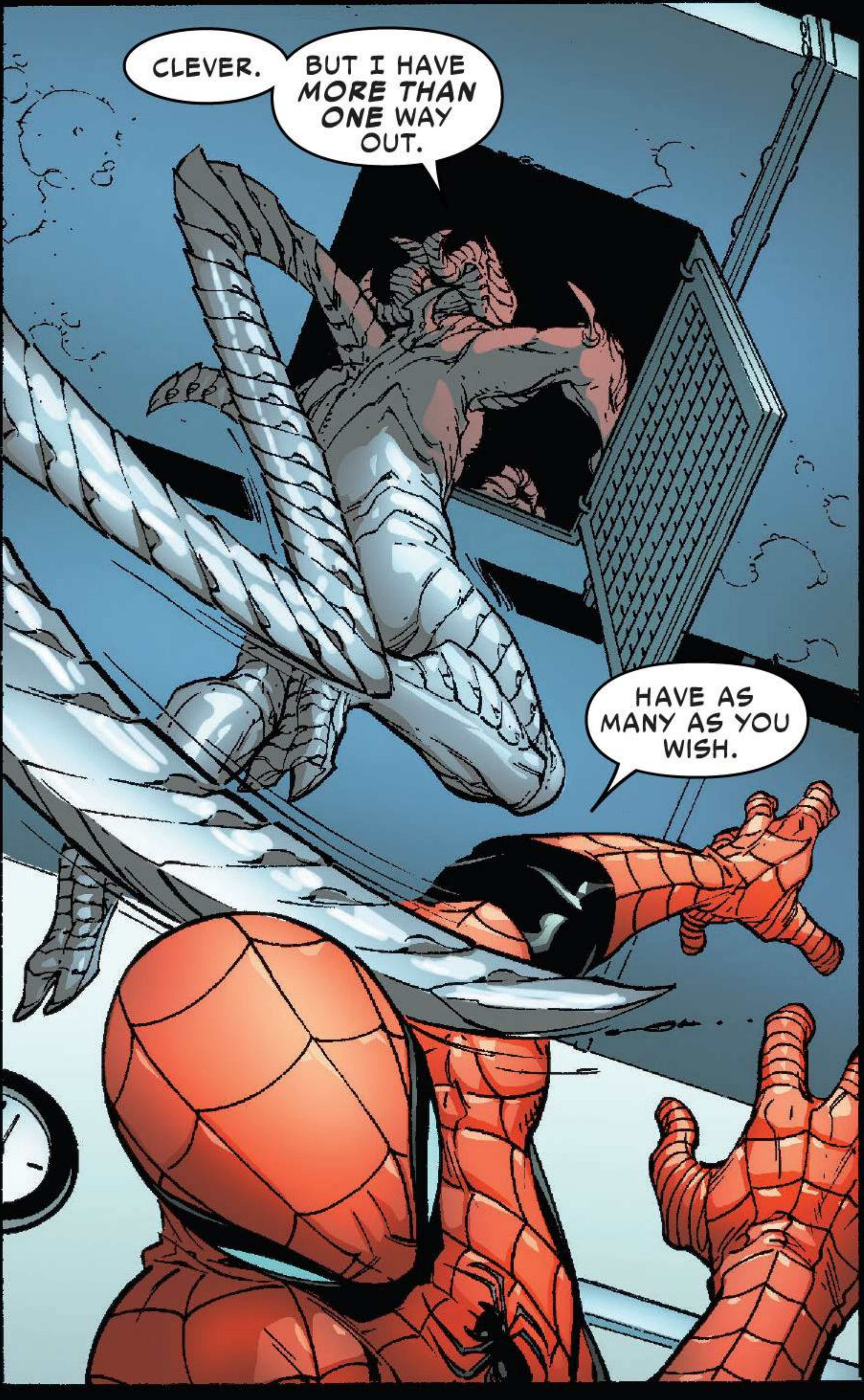
GYAH!
AAA!
WHAT--?
NO! I KNEW IT!
I KNEW THIS WOULD HAPPEN!
DON'T WORRY. THERE'LL STILL BE AN EXECUTION.
BUT THE *SPIDER-SLAYER* WILL BE CONDUCTING IT!

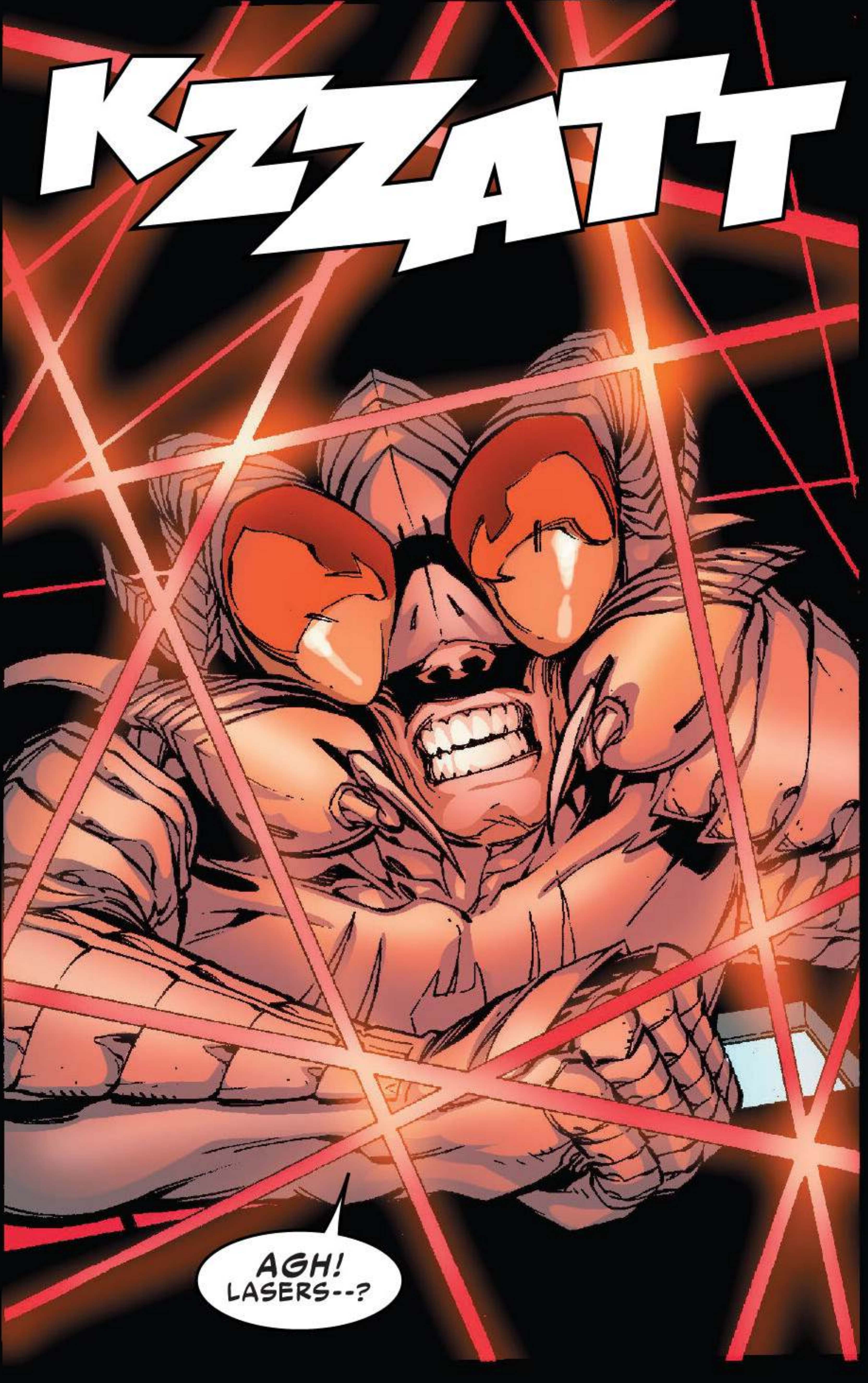
SO PREDICTABLE. PLAN ZETA ONE.
TEK
REMAIN CALM. MY SPIDER-BOTS WILL HANDLE THE MINI-SLAYERS.
KRAASH!
SMYTHE IS MINE.

I'D LIKE NOTHING BETTER THAN TO LIVE UP TO MY NAME, BUT AT A TIME OF *MY* CHOOSING.
MY PRIORITY TODAY IS *FREEDOM*.
INDIVIDUAL CELLS ARE REINFORCED WITH *ADAMANTIUM*. BUT THERE ISN'T ENOUGH OF THAT PRECIOUS METAL TO LINE *EVERY* WALL.
GOODBYE, FOOLS!
WHRAK
WHAT?


YOU'RE RIGHT ABOUT THE WALLS. A GLARING WEAK SPOT.


"SO I'VE REINFORCED THEM WITH A *GRAVIMETRIC FIELD* THAT AUTOMATICALLY *INCREASES THE MASS* OF ANY AREA THAT SUFFERS DAMAGE.
"THE HARDER YOU HIT THEM, THE *STRONGER* THEY GET."

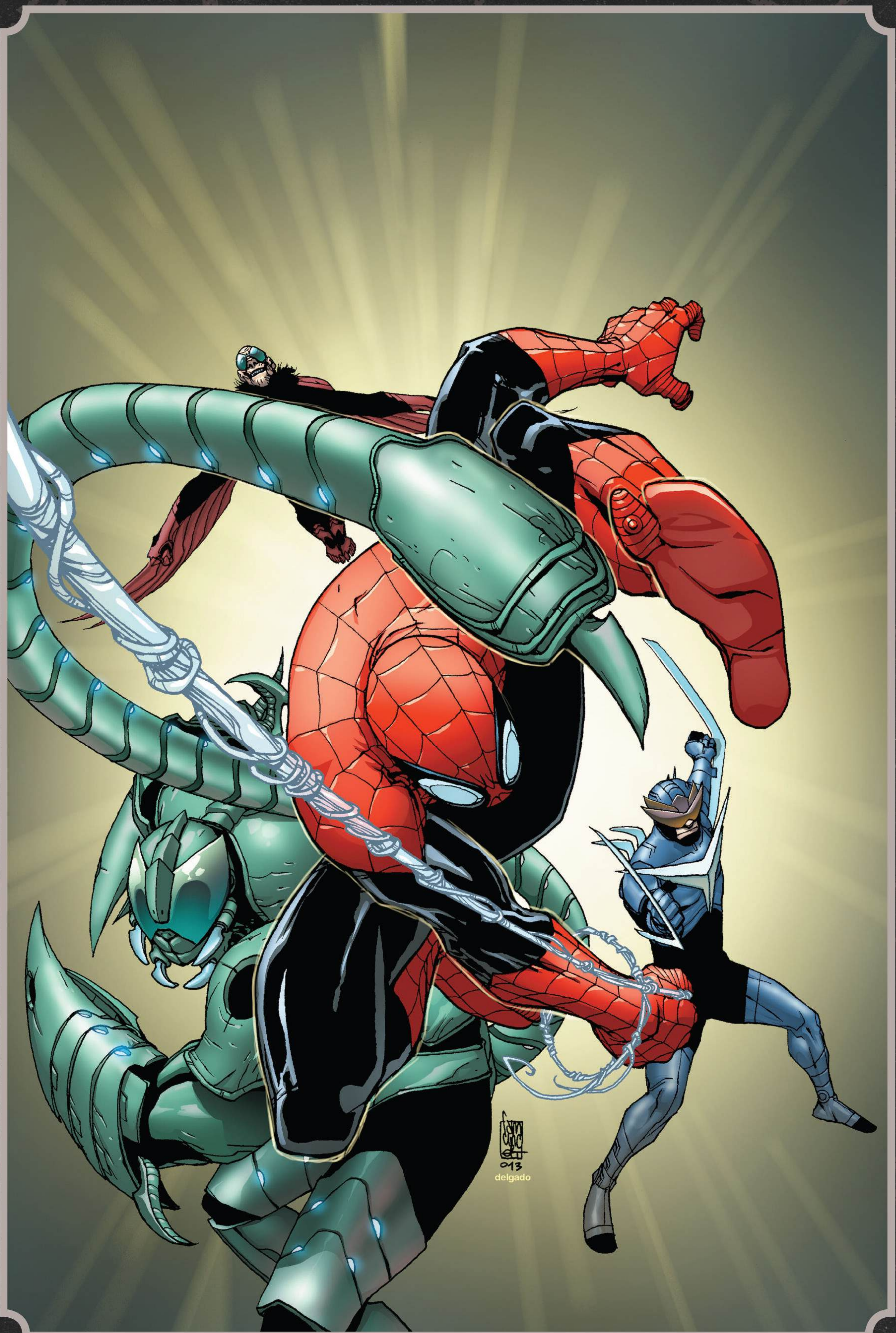

CLEVER.
BUT I HAVE *MORE THAN ONE* WAY OUT.
HAVE AS MANY AS YOU WISH.


KZZATT
AGH! LASERS--?

THERE IS NO METHOD OF ESCAPE I HAVEN'T THOUGHT OF. AND *COUNTERED*.
IMPOSSIBLE!
"I'VE BEEN HERE *MONTHS*. THINKING OF *NOTHING ELSE*."
SLAM
YOU CAN'T HAVE IMAGINED *EVERY* WAY OUT.
RRNCH
BUT I *HAVE*.
FWOOOOSH
THEN I'LL NEED TIME TO *DISMANTLE* YOUR DEFENSES.
MEANING *YOU* MUST BE *DEAD*.

"I HAVE A PLAN FOR *THAT*, TOO."
GAH! WHAT THE HELL--?
BOOMERANG! WHAT'S HAPPENING?
BUGS--NO, LITTLE *ROBOTS*--CRAWLING ALL OVER ME!
MY EYES! *THEY'RE BURROWING* INTO MY *EYES!*
GNAAHH!
HOLD ON. I DON'T HURT ANYMORE. IN FACT, I FEEL PRETTY *GOOD*.
I CAN SEE!
YOU CAN DO MORE THAN THAT. YOU'VE IMPROVED IN **EVERY WAY**, *COURTESY OF THE SPIDER-SLAYER. I ONLY ASK ONE THING IN RETURN.*

KILL SPIDER-MAN... ALONG WITH EVERYONE ELSE IN HERE...AND WE ARE ALL FREE.
YOU DON'T EVEN HAVE TO ASK, SMYTHE. KILLING THE SPIDER'S ALWAYS BEEN MY IDEA OF FUN. BUT AFTER WHAT HE DID TO ME--TO US--
--WE WON'T LEAVE ENOUGH OF HIM TO BURY.


013
delgado

SUPERIOR *Spider-Man #12* “NO ESCAPE PART TWO: LOCKDOWN”

I relive it countless times each day. The moment I should have died.
I WAS GOING TO LEAVE YOU A *LONG LIFE* WITH THE DEATHS OF YOUR LOVED ONES ON YOUR HANDS, JAMESON.
BUT YOU KNOW, NOW THAT I'M *HERE*...
JONAH!
The moment the woman I love...
AAAGGHH!
...died in my place.
DON'T BE MAD, JONAH. DON'T BLAME ANYONE FOR THIS... SPIDER-SLAYERS...SPIDER-MAN...DON'T EVEN BLAME SMYTHE.
DON'T WASTE ANY *MORE* OF YOUR LIFE ON *HATE*...
But I can't even grant my wife her dying wish.
Not until Smythe ***pays.***
I'm J. Jonah Jameson. ***The Mayor of New York.*** One of the most powerful men in the world. And I swear by all I hold dear...
SMYTHE IS NOT GETTING OFF THIS ISLAND.

The Raft Maximum Security Prison.
MOMENTS AFTER THE FAILED EXECUTION OF ALISTAIR SMYTHE, A.K.A. THE SPIDER-SLAYER.
THIS IS YOUR FAULT, JAMESON! MY CLIENT IS MENTALLY ILL!
I WARNED EVERYONE YOUR PRESENCE WOULD UPSET HIM, BUT YOU INSISTED--
RAFT
SUE ME.
WHOK
IF WE GET OUT OF HERE ALIVE.
UM, YEAH...
...THAT'S LOOKING LESS LIKELY BY THE MINUTE.
TAK TAK
TAK TAK
TAK TAK
TAK TAK

IT'S OKAY, NORAH. THOSE AREN'T THE ROBOTS THAT FREED SMYTHE...
...THEY'RE SPIDER-MAN'S.
I DON'T CARE IF SANTA CLAUS MADE THEM, ROBOT BUGS ARE ALWAYS CREEPY.
WHAT DO THEY WANT? WHY ARE THEY--
ATTENTION, EVERYONE. IF YOU'RE SEEING THIS, SMYTHE'S ATTEMPTED AN ESCAPE.
NICE. NOW SAY, "HELP US, OBI-WAN. YOU'RE OUR ONLY HOPE."
I SAY "ATTEMPTED" BECAUSE IT'S GOING TO FAIL. I ANTICIPATED THIS, AND I'VE TAKEN STEPS TO BLOCK SMYTHE'S EVERY POSSIBLE MOVE.
INEVITABLY, HE'LL TRY TO USE YOU AS HOSTAGES. TO PREVENT THAT, I NEED YOUR COOPERATION.
MY SPIDER-BOTS ARE GOING TO ERECT A FORCE FIELD THAT WILL PROTECT YOU UNTIL HELP ARRIVES.
NOW, HOLD ON. I'M HEAD OF SECURITY HERE! IT'S MY JOB TO--
HE CAN'T HEAR YOU, MR. SHIPLEY. IT'S OBVIOUSLY A RECORDING.
PLEASE STEP INSIDE THE CIRCLE FORMED BY THE SPIDER-BOTS, AND STAND CLEAR OF THE OUTER EDGE.
THE FORCE FIELD WILL ACTIVATE IN FIVE...FOUR... THREE...
NO.

VWMM
NO!
JONAH!
MR. MAYOR, *WHAT ARE YOU DOING?* THERE'S NOTHING PROTECTING YOU FROM SMYTHE!
OR HIM FROM ME.
DON'T WORRY, MISS GRANT. THE LORD DELIVERED US TO SAFETY. HE WILL SURELY LOOK AFTER THE MAYOR.
WITH ALL DUE RESPECT, FATHER, I THINK THE LORD HAS PRECIOUS LITTLE TO DO WITH WHAT'S GOING ON OUT THERE.
REST EASY, SON. SMYTHE'S GOING TO ANSWER FOR WHAT HE DID TO YOU.
HE'S GOING TO ANSWER FOR *EVERYTHING*.

WHAT'S THE MATTER, SMYTHE? CAN'T FIND A WAY OUT? SEEING COUNTERMOVES FOR YOUR COUNTERMOVES?
IS IT SINKING IN YET THAT YOU'VE BEEN *OUTSMARTED AT EVERY TURN?*
PLEASE. IF YOU THINK HAVING TO KILL YOU TO GO FREE BOTHERS ME, *YOU'RE* THE IDIOT.
I'M THE *SPIDER-SLAYER!*
YOUR DEATH IS THE REASON I EXIST!

YOU'RE A DISGRACE, SMYTHE. YOUR FATHER, FOR ALL HIS FAULTS, WAS A SCIENTIST. HE FOUGHT WITH HIS *BRAIN.*
BUT YOU FLAIL AROUND LIKE A BULL IN A CHINA SHOP. YOU'RE NOT WORTH MY ATTENTION.
I'VE SENT WORD TO THE AVENGERS. THEY'LL BE HERE ANY MINUTE TO PUT A STOP TO YOUR LITTLE TANTRUM.
REINFORCEMENTS, EH?
"NOW WHY DIDN'T I THINK OF THAT?"

YES, I ADMIT YOUR STRATEGY WITH THE *MINI-SLAYERS* WAS CLEVER.
YOU HAD A HANDFUL OF THEM SMUGGLED ABOARD, DIDN'T YOU? AND PROGRAMMED THEM TO SELF-REPLICATE...
...USING PARTS FROM THE RAFT'S MACHINERY AS IT WAS BEING SHUT DOWN. NOT BAD, BY YOUR STANDARDS.
BUT WHAT I DID RUNS *RINGS* AROUND YOU. LOCKING DOWN THE *ENTIRE PRISON,* EVEN WITH THE TIME CONSTRAINTS AND THAT ARCHAIC *POWER GRID--*
POWER GRID?
OF COURSE! YOU'RE USING THE RAFT'S OWN GENERATORS!
DAMN ME FOR A FOOL!
YOU WON'T GET THE CHANCE TO--
GFF!
I WILL IF YOU KEEP ORATING LIKE A BOND VILLAIN.
I'LL KNOCK OUT THE POWER TO *ALL* YOUR TRICKY GADGETS... RIGHT AFTER I WATCH YOU--
DIE.
EH?
ZARK

I KILLED ALL THE GUARDS. DON'T TELL ME BACKUP'S HERE ALREADY.
UNHH...
RAFT
IT'S YOUR LUCKY DAY, SPIDER-MAN.
I'D RATHER GET OUT THAN EVEN.
UP, YOU MALINGERER! HE'S GETTING AWAY!
WHAT'S WRONG WITH YOU? YOU LED WITH YOUR JAW LIKE SOME KIND OF AMATEUR!
WHY SHOULD I... TAKE ORDERS FROM YOU...WHEN YOU CLEARLY IGNORED MINE...
...JAMESON!
I CAN'T PROTECT YOU AND FIGHT SMYTHE.
I DON'T NEED OR WANT YOUR PROTECTION.
RAFT

I WANT YOU TO *DO YOUR JOB.*
I BROUGHT YOU HERE TO *ENSURE* SMYTHE IS EXECUTED.
SO *MAKE SURE OF IT.*
I WANT TO BE *ABSOLUTELY CERTAIN* OF WHAT YOU'RE SAYING, MR. MAYOR.
IT'S ONE THING TO PROVIDE SECURITY AT A STATE-SANCTIONED EXECUTION.
OR USE LETHAL FORCE IN DEFENSE OF ONESELF OR OTHERS.
BUT IF YOU'RE TELLING ME TO DO SOMETHING *BEYOND* THAT--
I AM TELLING YOU THAT THIS IS THE DAY OF ALISTAIR SMYTHE'S RECKONING.
I AM TELLING YOU HE WILL *DIE* FOR HIS CRIMES. HERE. *TODAY.*
AND I AM TELLING YOU TO DO *WHATEVER IS NECESSARY TO MAKE THAT HAPPEN.*
WAS THAT CLEAR ENOUGH FOR YOU?
YES.
THAT WAS *EXACTLY* WHAT I NEEDED.

NOW I STRONGLY ADVISE YOU TO GO BACK TO THE OTHERS.
OBVIOUSLY I CAN'T *FORCE* YOU TO TAKE ADVANTAGE OF MY PROTECTION, BUT I ASSURE YOU, IF THINGS GET WORSE IN HERE...
RAFT
"...YOU'LL WISH YOU WERE ON THE *OTHER* SIDE OF THAT FORCE FIELD."
THIS IS RIDICULOUS. I WAS *TRAINED* FOR SITUATIONS *JUST LIKE THIS.* I SHOULD BE OUT THERE *HELPING.*
ALSO, I HAVE TO GO TO THE BATHROOM.
RAFT
THE MAYOR'S AN IMPORTANT MAN. WHEN OUR STAFF DOESN'T HEAR FROM US, THEY'LL ALERT THE POLICE. THE *AVENGERS--*
UM...I HATE TO BE "*THAT GIRL,*" BUT...
BEFORE I LEFT THE *DAILY BUGLE,* WE FILED A STORY ABOUT THE AVENGERS HEADING OFF INTO *SPACE.*
AND WE HAVE TO FACE FACTS. IF SPIDEY MADE SURE *NO ONE* COULD GET OUT OF HERE...
...THERE'S A *GOOD CHANCE* NO ONE CAN GET *IN.*
SO WHAT ARE WE GONNA DO IF THE POWER RUNS OUT ON THIS BIG YELLOW BUBBLE...
...AND WE'RE STILL *ALONE* IN HERE?

JUST AS I THOUGHT. IT'S *CHILD'S PLAY* TO TRIANGULATE THE SIGNAL SMYTHE USES TO COMMUNICATE WITH HIS ROBOTS.
I ALREADY KNOW WHERE THE IMBECILE'S HEADED...AND NOW I KNOW THE PRECISE ROUTE.
TRACKING MY COMMUNICATIONS SIGNAL, ARE YOU? TWO CAN PLAY AT THAT GAME.
WHAT--?
I'VE TRACED THE FREQUENCY *YOUR* ROBOTS USE... AND *SHARED* WHAT I KNOW WITH SOME FRIENDS.
BRAKOWWM
YOU NEVER SHOULD'VE LEFT US ALIVE, BUG.
NNAHH!

YOU TORE OFF MY JAW, PUNK.
THAT'S JUST WHERE I'M GONNA START ON YOU.
I UNDERSTAND YOUR ANGER, SCORPION, BUT SMYTHE'S MADE US BETTER THAN BEFORE. HE DIDN'T JUST FIX MY BLINDNESS, HE GAVE ME BETTER WINGS.
I MAY JUST HAVE TO KEEP THESE.
AGH!
BWHOOM
AMEN. I ALWAYS USED TA WORRY ABOUT RUNNIN' OUTTA BOOMERANGS, BUT THIS SUIT JUST GROWS NEW ONES!

IDIOTS! SMYTHE'S *USING* YOU!
I'M SURPRISINGLY OKAY WITH THAT.
YOU REALLY THINK HE'LL LET YOU KEEP THOSE WEAPONS? HE'LL TAKE THEM BACK THE MOMENT HE GETS--
--WHAT HE WANTS.
GENERATOR ROOM
STAR

I HOPE YOU GOT A GOOD SHOT OF THIS, SPIDER-MAN...
STARK
FUJIKA
FABOOOM
...BECAUSE YOU'RE ABOUT TO *LOSE THE LIGHT.*
WHAT HAPPENED?
THE RAFT'S GOING DARK.

"ALL OF IT."
CHSSHH
HSSS...
CONNORS, CURT
THE LIZARD
SNFF SNFF

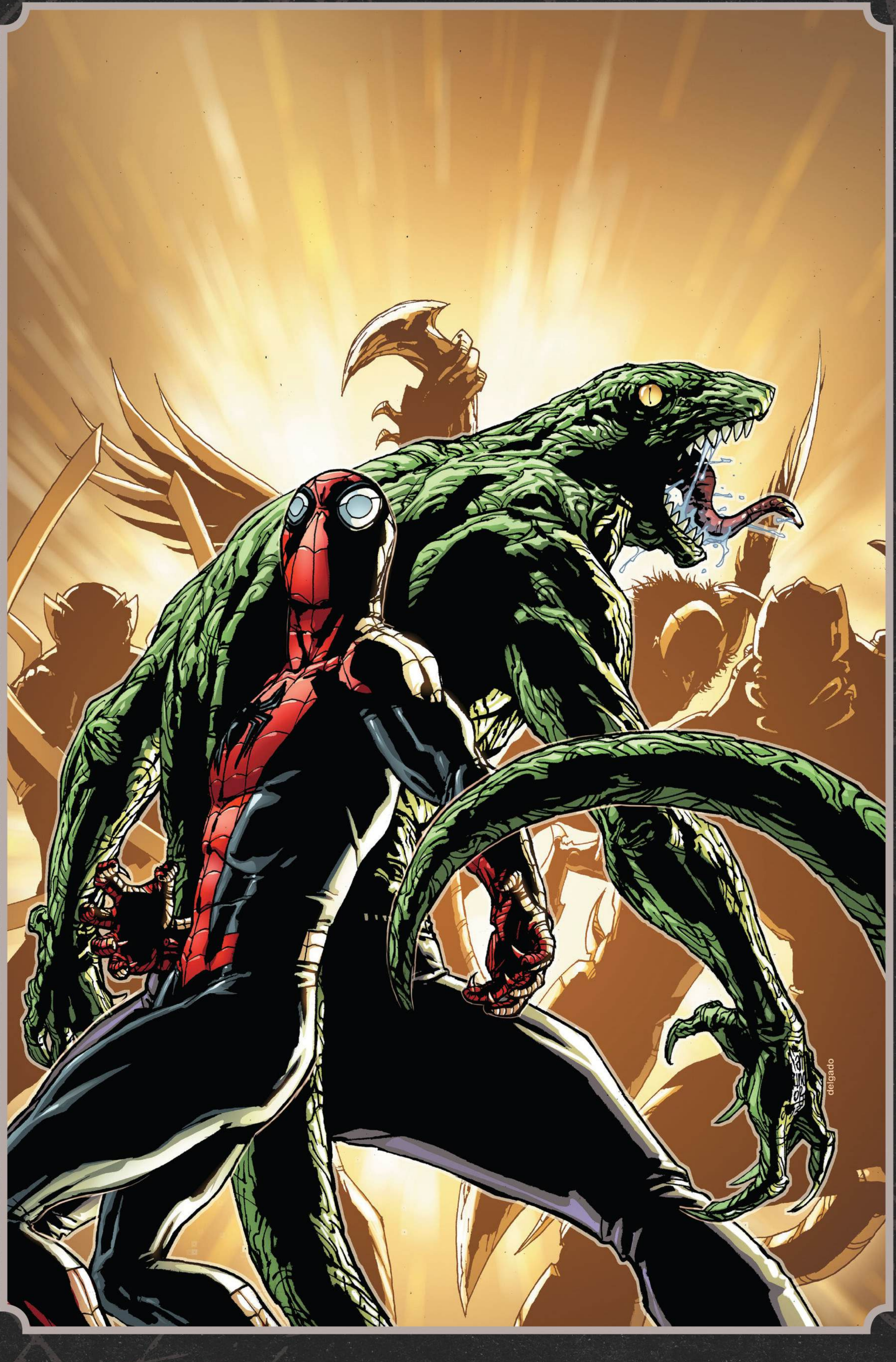
FAREWELL, SPIDER-MAN. I'D STAY FOR YOUR SLAYING, BUT FREEDOM AWAITS--
YOU'VE FORGOTTEN ONE THING, SMYTHE.
AND WHAT'S THAT?
THE *BACKUP GENERATORS.*
FWOOOSH
WATCH IT, VULTURE!
DID YOU REALLY THINK I WAS THAT STUPID? THE RAFT HAS *MULTIPLE* BACKUP POWER SOURCES, BURIED DEEP WITHIN THE BEDROCK.
I SENT YOU ON A *FOOL'S ERRAND.* APPROPRIATELY.
YOU SMUG INSECT. I WOULD'VE BEEN SATISFIED WITH ESCAPE. BUT NOW, YOU'LL SEE WHAT I'M *REALLY* CAPABLE OF.
I CAN SEE THROUGH MY ROBOTS, JUST AS YOU CAN.

"I'M WELL AWARE OF THE *CIVILIANS* YOU OBLIGINGLY HERDED TOGETHER LIKE SHEEP FOR THE SLAUGHTER...
"...AND *JAMESON*, WANDERING THE HALLS ALONE."
CAUTION
RAFT
CAUTION HOT
VULTURE! SCORPION! BOOMERANG! FOLLOW THE ROUTE I'M SENDING TO YOUR EYEPIECES. **KILL** EVERY PERSON IN THIS PLACE.
BITE ME, SMYTHE. THE SPIDER PUNCHED OFF MY DAMN ***JAW***. THERE'S NOBODY ON THIS PLANET I WANNA KILL MORE THAN--
DID I MENTION **J. JONAH JAMESON** IS ONE OF YOUR TARGETS?
AND IF YOU NEED **MORE** MOTIVATION--
NAH.
YOU HAD ME AT "JAMESON."

CONSIDERING SMYTHE CAN *TAKE AWAY* WHAT HE GAVE, IT BEHOOVES US TO DO AS HE ASKS.
I'LL SEE TO THE OTHER CIVILIANS. BOOMERANG, CAN YOU HANDLE SPIDER-MAN?
WITH THIS GEAR?
I CAN HANDLE *ANYTHING.*
NO JOKES, SPIDER-MAN? NO INSULTS? HAVE I SILENCED YOU AT LAST?
GO ON, I'M WAITING TO HEAR MORE ABOUT YOUR BRILLIANCE! *WHAT ARE YOU GOING TO DO NOW?*
I'LL SHOW YOU.

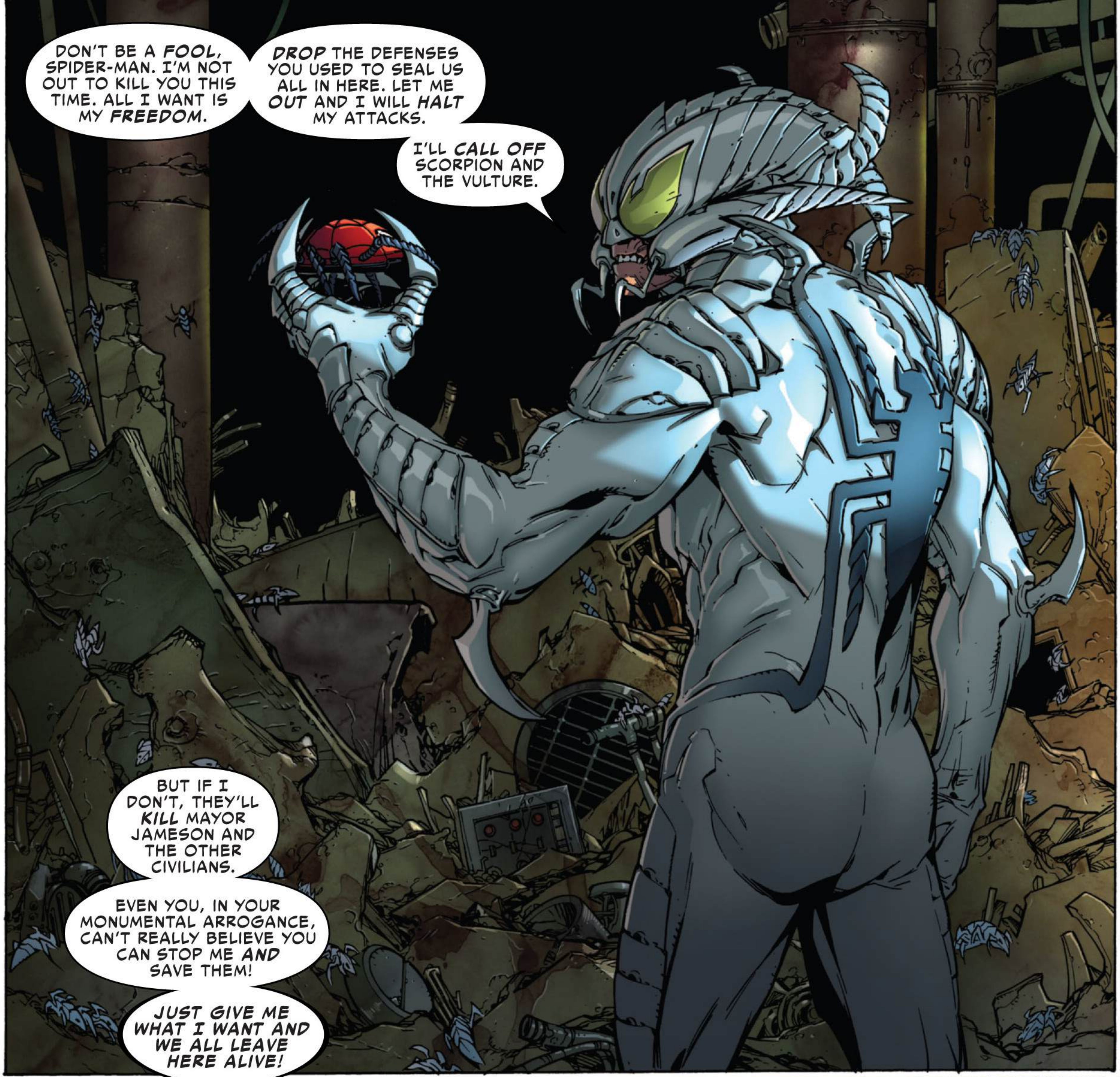
HEY! MY BOMB-A-RANGS!
OH, COME ON--
DEET DEET DEET
NOT BAD. BUT YOU STILL HAVE SCORPION ON HIS WAY TO KILL THE MAYOR, AND VULTURE PREPARING TO MURDER THOSE INNOCENT SOULS WHO CAME TO WATCH ME DIE.
IT'S CALLED HOBSON'S CHOICE, SPIDER-MAN. WHO WILL YOU SAVE?
KOOOM
NONE OF THE ABOVE.

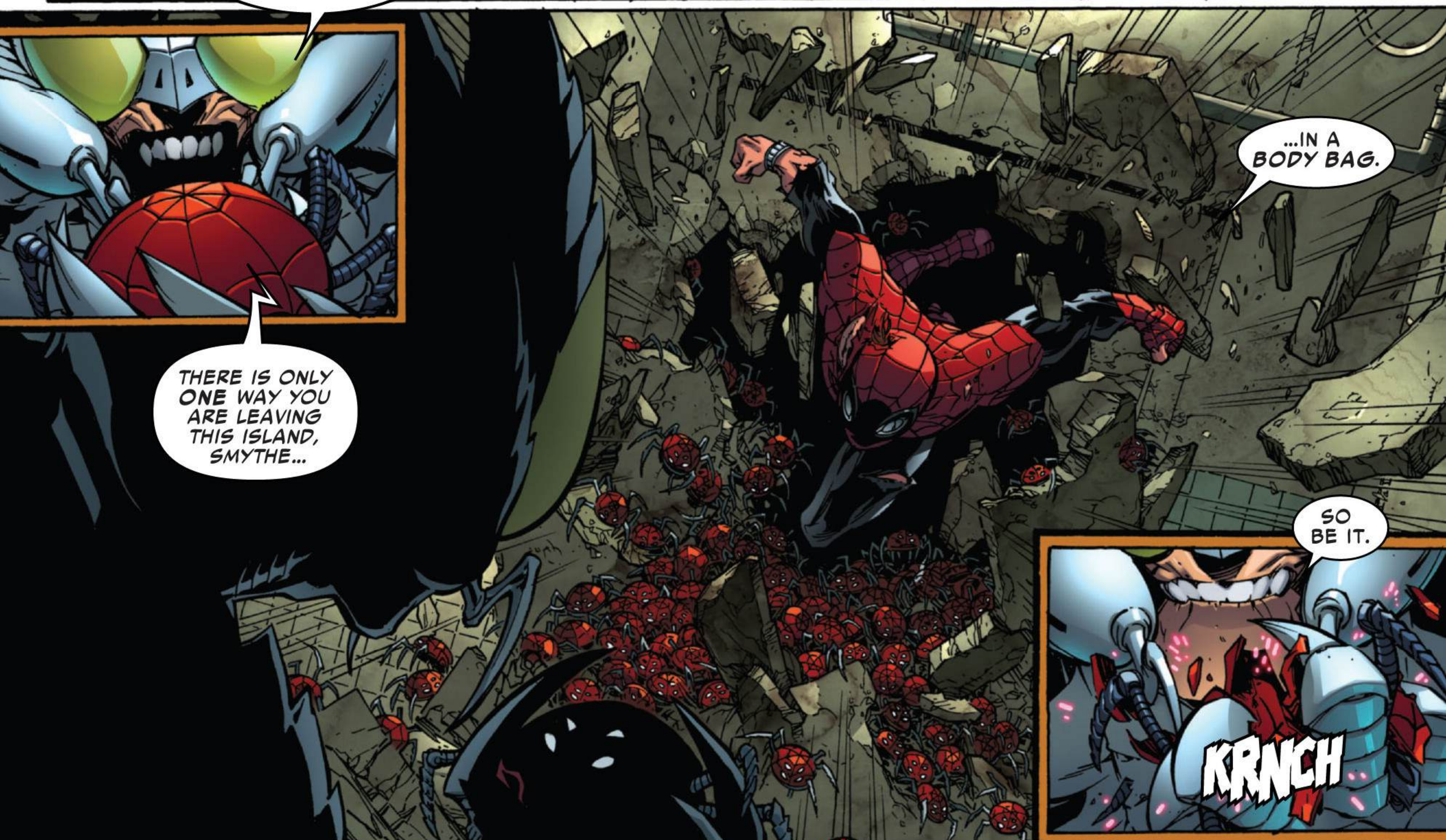
WHAT ARE YOU TALKING ABOUT?
THERE ARE *LIVES* AT STAKE!
YOU HAVE TO SAVE THEM!
WRONG, SMYTHE. THERE'S ONLY *ONE* THING I "*HAVE*" TO DO.
SLAY THE SPIDER-SLAYER.
RAFT



SUPERIOR *Spider-Man #13* “NO ESCAPE PART THREE: THE SLAYERS & THE SLAIN”

THIS WAS MY NADIR. MONTHS AGO, CONFINED TO THIS HELLHOLE THEY CALL "THE RAFT." DYING IN AN IRON LUNG. TAUNTED BY MY GREATEST FOE.
YOU'LL BE DEAD SOON. SO, THERE YOU GO. THAT'S YOUR LEGACY. NOTHING.
ENJOY THE REST OF YOUR LIFE.
BUT IT WAS PETER PARKER WHO PERISHED SOON AFTER. WHILE I LIVE ON IN HIS BODY. A FAR SUPERIOR SPIDER-MAN.
THE LEGACY OF OTTO OCTAVIUS HAS YET TO BE ASSESSED. BUT WHEN IT IS, A KEY PART WILL BE THAT I REFUSED TO LET INFERIORS DICTATE THE TERMS OF MY DEMISE...
...THAT THOSE WHO SOUGHT TO KILL ME MET THEIR OWN END INSTEAD.
DO YOU HEAR ME, SMYTHE, YOU SELF-STYLED SPIDER-SLAYER?
YOU'RE THE ONE WHO DIES TODAY!
The Raft.
NOW.


DON'T BE A FOOL, SPIDER-MAN. I'M NOT OUT TO KILL YOU THIS TIME. ALL I WANT IS MY FREEDOM.
DROP THE DEFENSES YOU USED TO SEAL US ALL IN HERE. LET ME OUT AND I WILL HALT MY ATTACKS.
I'LL CALL OFF SCORPION AND THE VULTURE.
BUT IF I DON'T, THEY'LL KILL MAYOR JAMESON AND THE OTHER CIVILIANS.
EVEN YOU, IN YOUR MONUMENTAL ARROGANCE, CAN'T REALLY BELIEVE YOU CAN STOP ME AND SAVE THEM!
JUST GIVE ME WHAT I WANT AND WE ALL LEAVE HERE ALIVE!


THERE IS ONLY ONE WAY YOU ARE LEAVING THIS ISLAND, SMYTHE...
...IN A BODY BAG.
SO BE IT.
KRNCH

TO THE DEATH!
KAWA

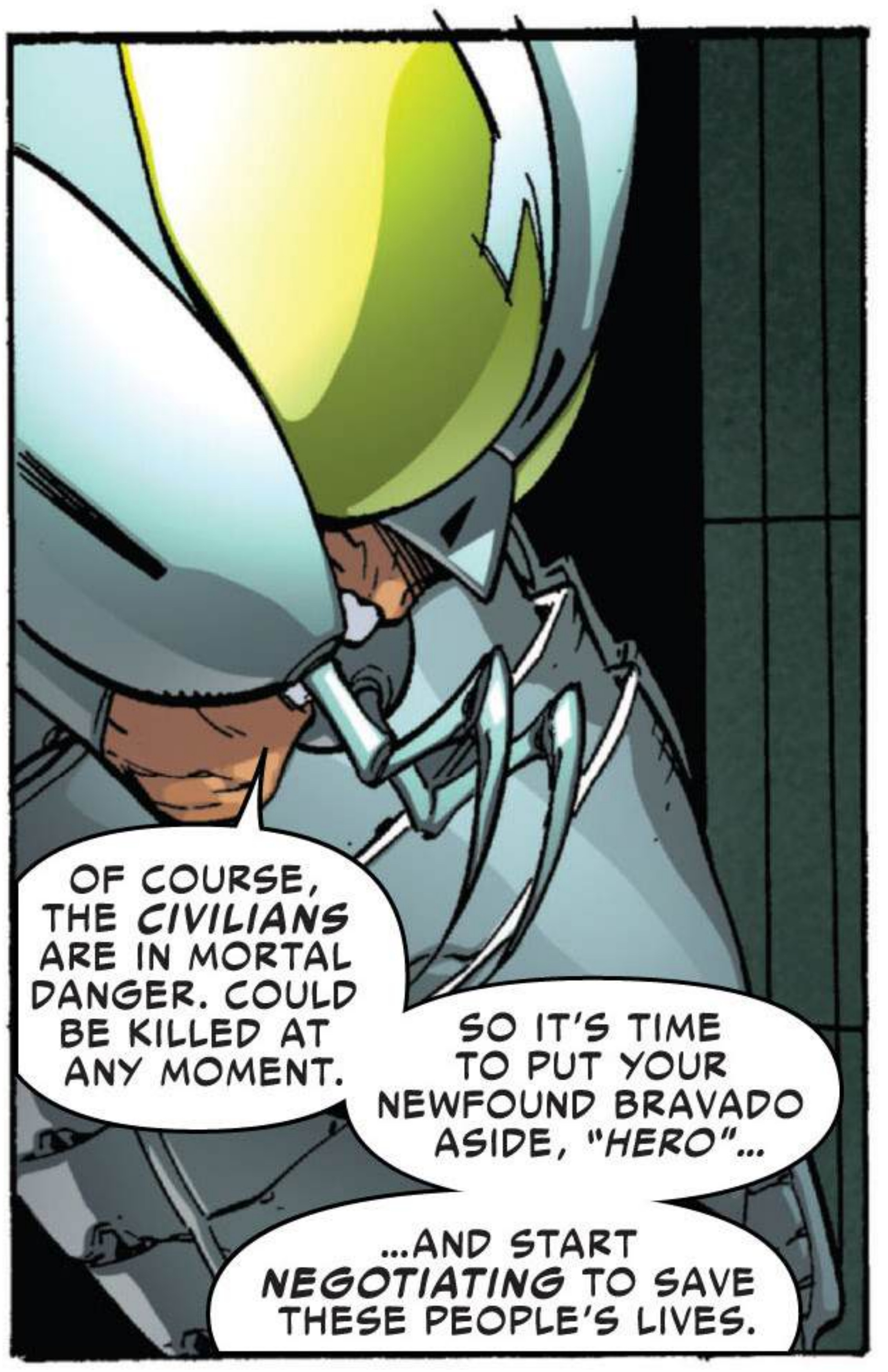
NORAH? DID YOU SEE SOMETHING?
I'M NOT SURE. THOUGHT I SAW MOVEMENT, BUT IN THIS WEIRD LIGHT IT'S HARD TO--
RAFT
HOW THOUGHTFUL. ALL OF YOU BUNDLED HERE TOGETHER. LIKE A PRESENT.
AH, A *FORCE FIELD*...GENERATED BY SPIDER-MAN'S ROBOTS. IMPRESSIVE TECHNOLOGY.
OF COURSE, I HAVE SOME OF MY OWN.
THE VULTURE! BUT HOW--?
--OH.
IT *LOOKS* AS THOUGH THE FIELD PROTECTS THE ROBOTS, AS WELL. BUT I CAN SEE IT'S *WEAKER* AT THE POINT OF GENERATION.
VULNERABLE.
SKZZTT

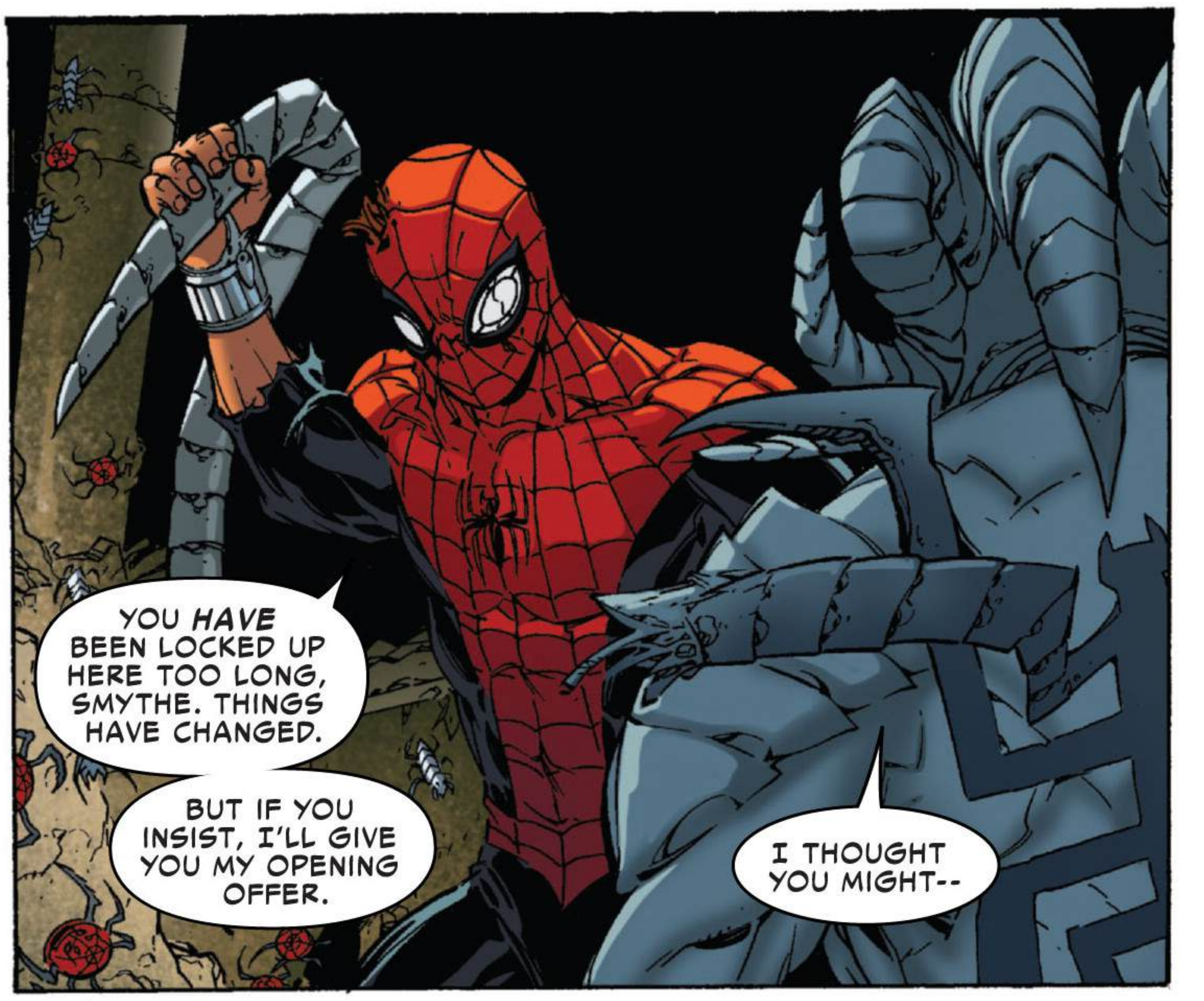
PLEASE, MY FRIEND, SEARCH YOUR SOUL. A MAN OF YOUR AGE...DO YOU REALLY WANT TO MEET YOUR MAKER WITH BLOOD ON YOUR HANDS?
I DON'T CARE WHAT YOUR GOD THINKS OF ME.
HOW ABOUT YOUR *GRANDSON?* I WORK FOR THE *DAILY BUGLE*. I'VE READ YOUR FILE, MR. TOOMES. IS *THIS* THE LEGACY YOU WANT TO LEAVE YOUR FAMILY?
IT'S...FAR TOO LATE TO CHANGE THAT.
BUT IT'S *NOT*. I'M GLORY GRANT...I WORK FOR THE MAYOR. IF YOU *HELP* US, I CAN SPIN THIS. A MAN OVERCOMING HIS PAST, DOING SOMETHING *HEROIC*...
AND WE'RE WITH THE D.A.'S OFFICE. WE COULD DEFINITELY ARRANGE LENIENCY.
LENIENCY? I CAN GET YOU *ACQUITTED*. MY ENTIRE DEFENSE FOR SMYTHE WAS PROVING HIS TECHNOLOGY CAUSES *MENTAL IMPAIRMENT*.
I'LL SEE YOU AREN'T HELD RESPONSIBLE FOR *ANY* OF THIS. IT'S THE SMART PLAY, MR. TOOMES, I PROMISE YOU.
SHUT UP! ALL OF YOU. GIVE ME A MINUTE TO *THINK*...
THE SECOND THE FORCE FIELD'S DOWN, WE BLAST HIM.
BUT MR. SHIPLEY, IT LOOKS LIKE HE'S CONSIDERING IT. MAYBE--
MAYBE *NOTHING*. THE GUY'S A KILLER. AND HE'S NOT THE ONLY ONE RUNNING LOOSE IN HERE...

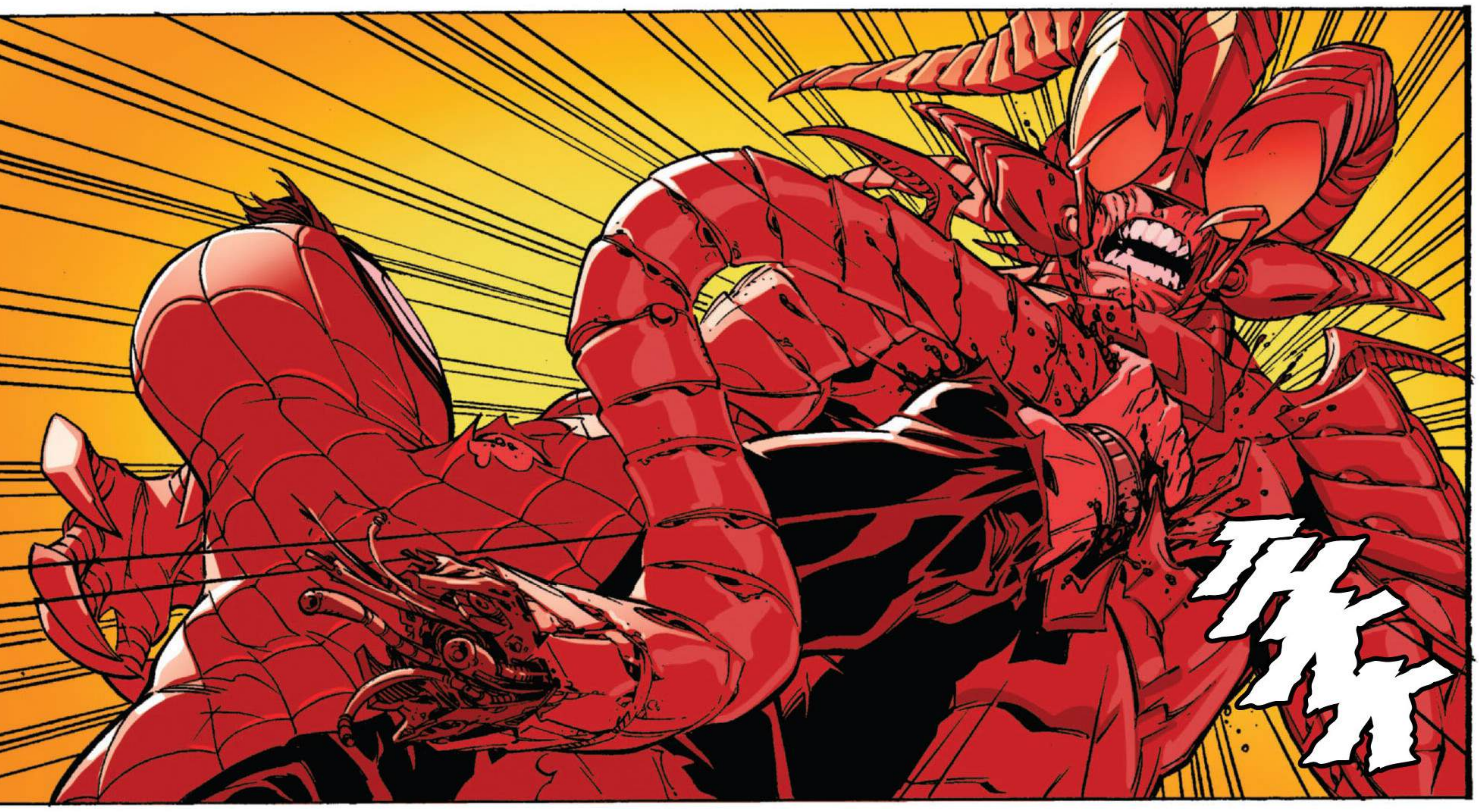
Elsewhere...
SKRITCH
WHO'S THERE?
DON'T THINK YOU CAN HIDE FROM ME!
BKRASHH
WOULDN'T DREAM OF IT, JAMESON.
SCORPION!
AT LAST. I'M FINALLY GONNA GET MY HANDS ON THE GUY I HATE MOST IN THE WORLD.
AND MY CLAWS, AND JAWS...
ZAK ZAK

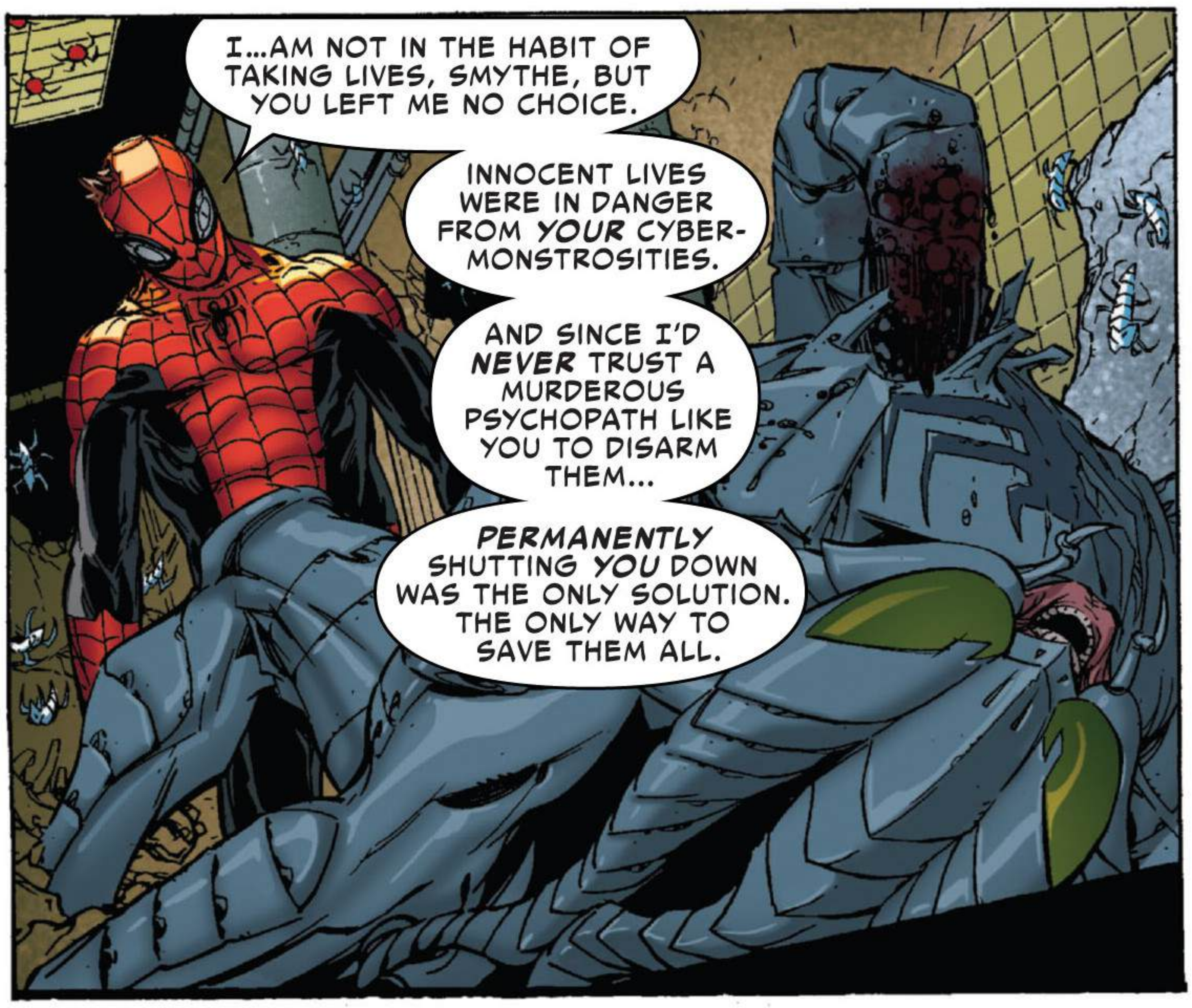
...AND STINGER.
WHHTT
SPAK
RAF
LIZARD?
OUT OF MY WAY, YOU DUMB MONSTER, OR--
RAF
NOT...A MONSTER.
I'M CURTISSS CONNORSSS.
AND I WILL NEVER LET THE MONSTERSSS WIN AGAIN.

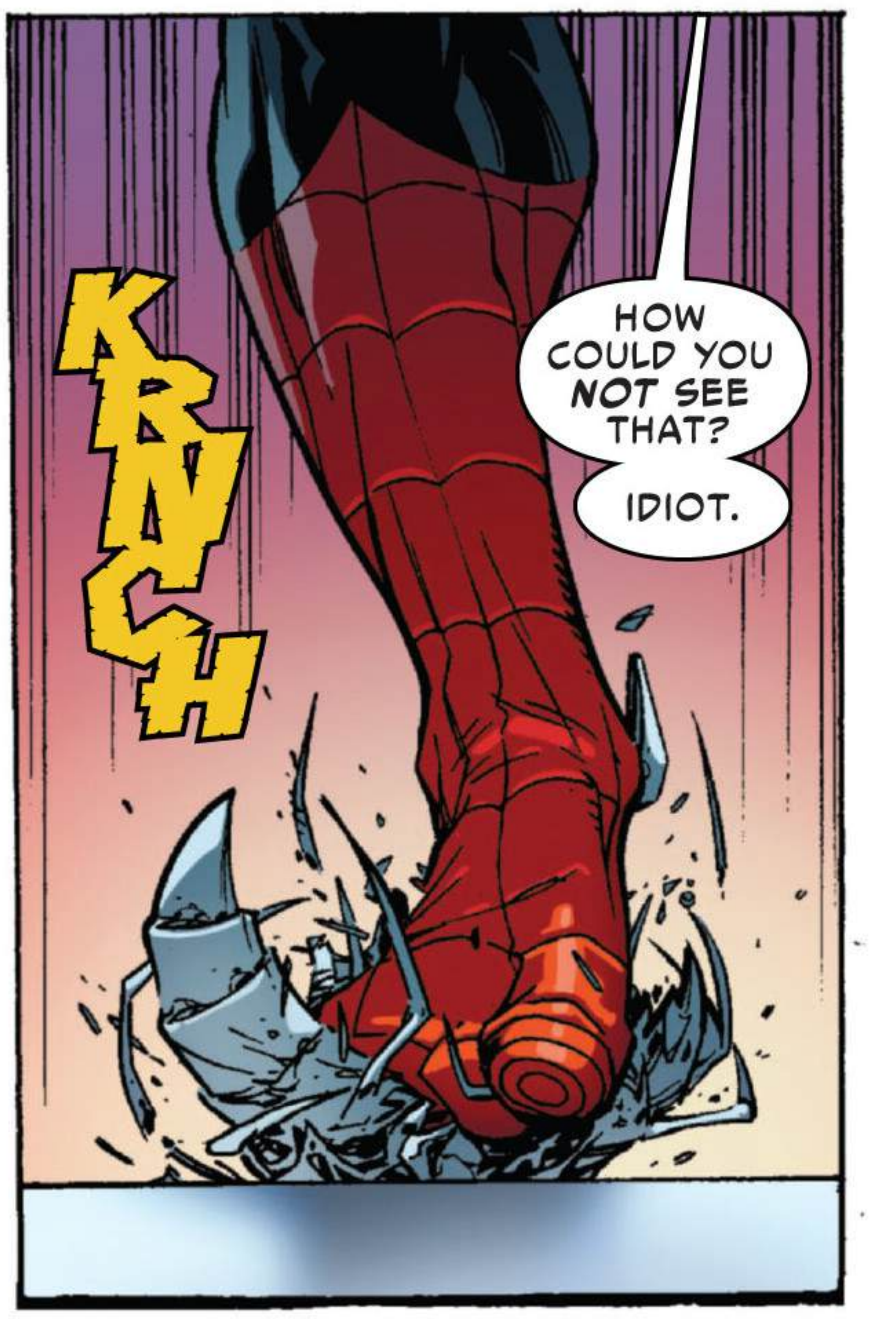
WHERE ARE YOU GOING, PUNK?
SHHNK
THE FORCE FIELD'S *DISSIPATING!*
AAGGH!
RRNCHH
ALL RIGHT... YOU'VE GOT THE UPPER HAND.
I SURRENDER.


OF COURSE, THE *CIVILIANS* ARE IN MORTAL DANGER. COULD BE KILLED AT ANY MOMENT.
SO IT'S TIME TO PUT YOUR NEWFOUND BRAVADO ASIDE, *"HERO"*...
...AND START *NEGOTIATING* TO SAVE THESE PEOPLE'S LIVES.


YOU *HAVE* BEEN LOCKED UP HERE TOO LONG, SMYTHE. THINGS HAVE CHANGED.
BUT IF YOU INSIST, I'LL GIVE YOU MY OPENING OFFER.
I THOUGHT YOU MIGHT--


THKK


I...AM NOT IN THE HABIT OF TAKING LIVES, SMYTHE, BUT YOU LEFT ME NO CHOICE.
INNOCENT LIVES WERE IN DANGER FROM *YOUR* CYBER-MONSTROSITIES.
AND SINCE I'D *NEVER* TRUST A MURDEROUS PSYCHOPATH LIKE YOU TO DISARM THEM...
PERMANENTLY SHUTTING *YOU* DOWN WAS THE ONLY SOLUTION. THE ONLY WAY TO SAVE THEM ALL.


KRNCH
HOW COULD YOU *NOT* SEE THAT?
IDIOT.

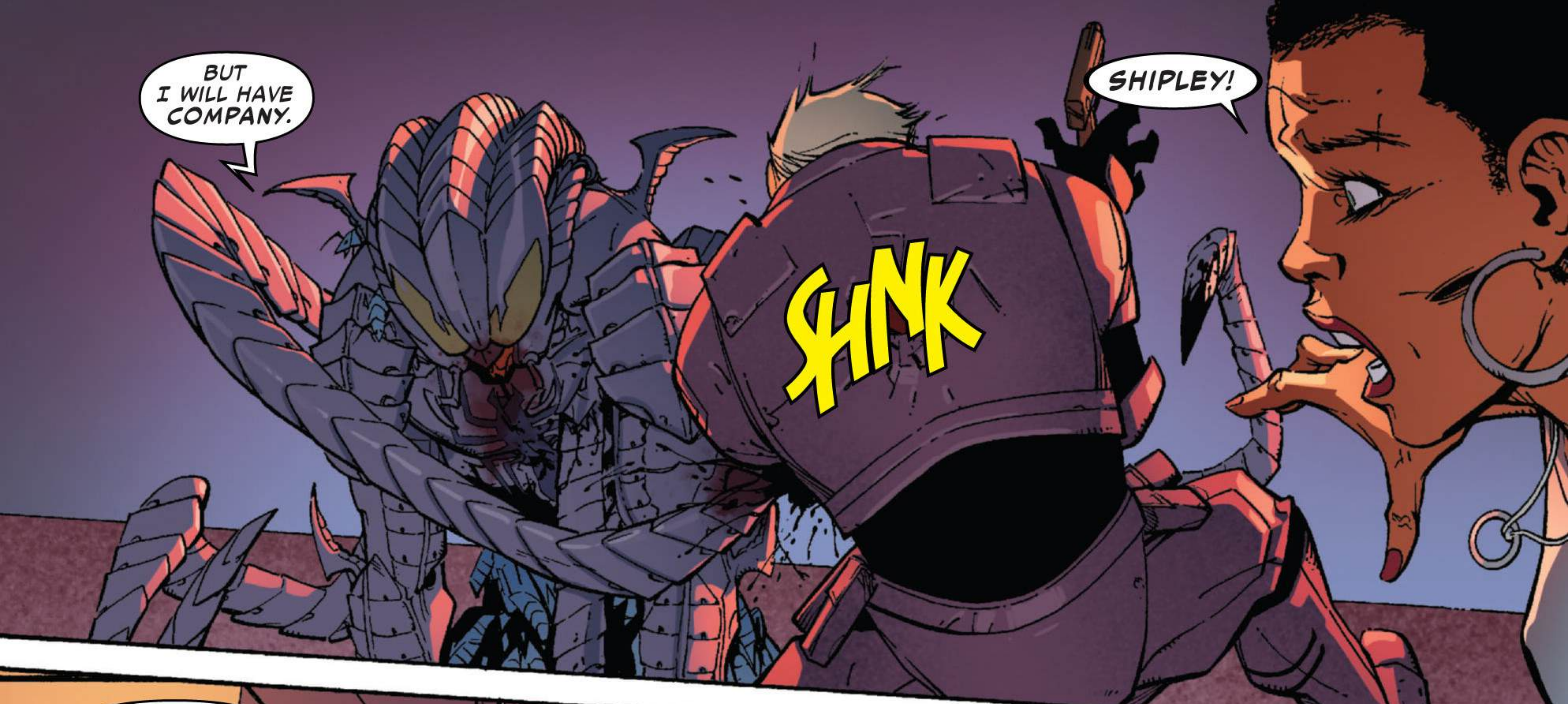
NO WAY ARE YOU GETTING OUT OF HERE, JAMESON. WITH THESE UPGRADES, I CAN FIGHT THE LIZARD AND STILL RUN YOU THROUGH!
YOU'RE THE MONSTER HERE. THE *REAL* MONSTER. AND I AM FINALLY GOING TO HAVE MY VENGE--
HEY! WHAT THE--
MY SUIT?! IT'S NOT SUPPOSED TO--
CLANG
KTANG
HKK-- GAKK--
HIZSS ENHANCEMENTSSS HAVE FAILED. WITHOUT THEM--
--THISSS MAN NEEDSSS MEDICAL ATTENTION.
YES. HE CERTAINLY DOES.
COME ALONG, CONNORS.
AKK EHHK...

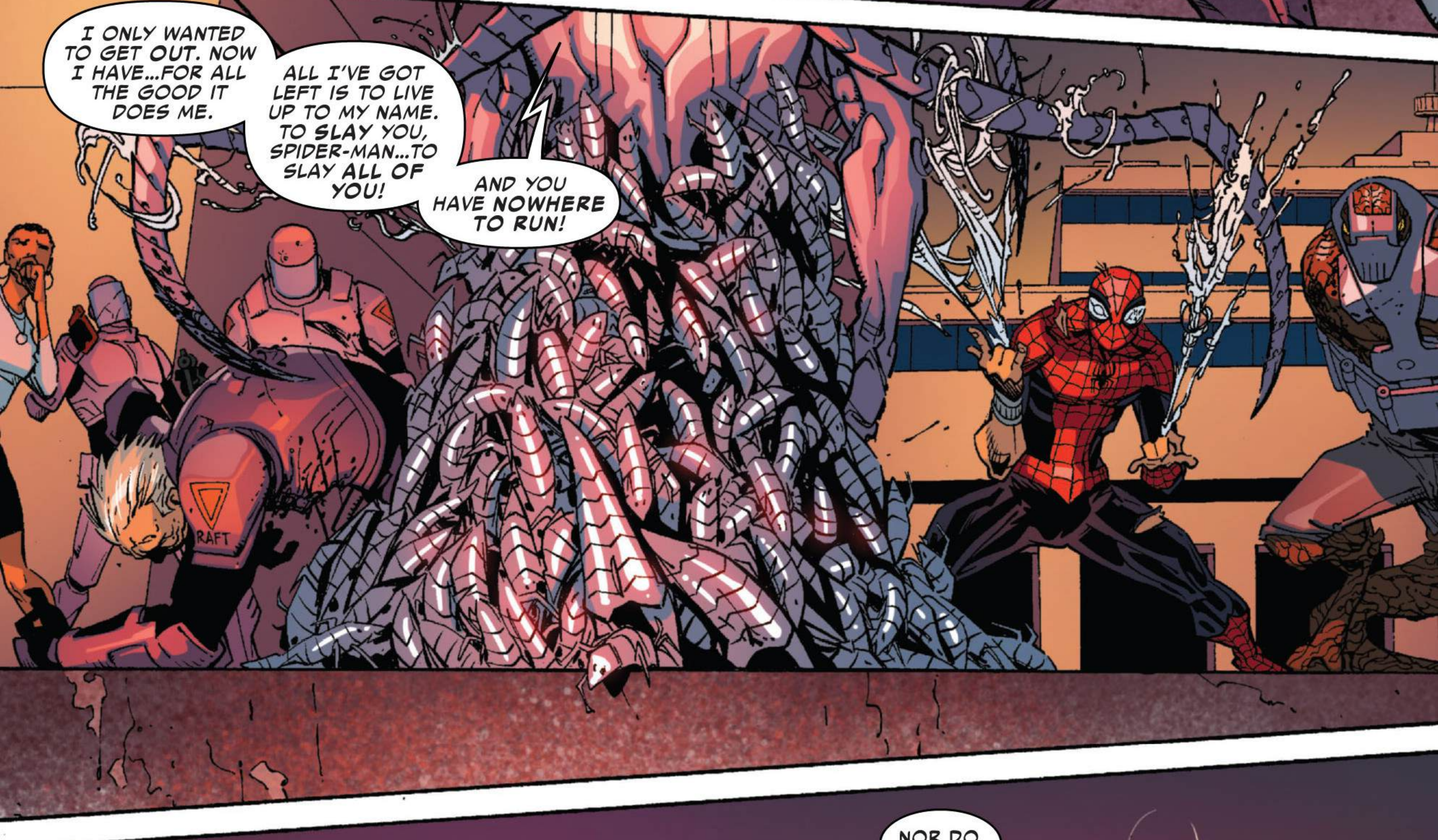
SMYTHE? CAN YOU HEAR ME? YOUR DOODADS JUST FELL OFF...
HNH. FIGURE HE'S TOAST. BUT SINCE THE WEBS ARE STUCK TO THE *ARMOR*, WHICH AIN'T STUCK TO *ME* NO MORE...
MEYERS
AS YOU WERE, BOOMERANG.
OH, *COME ON!*
THWIP
WHAT--
CLANG CLANG
I'M BLIND AGAIN!
I CAN'T SEE! I CAN'T--
MES
GOOD.
TZZAAT

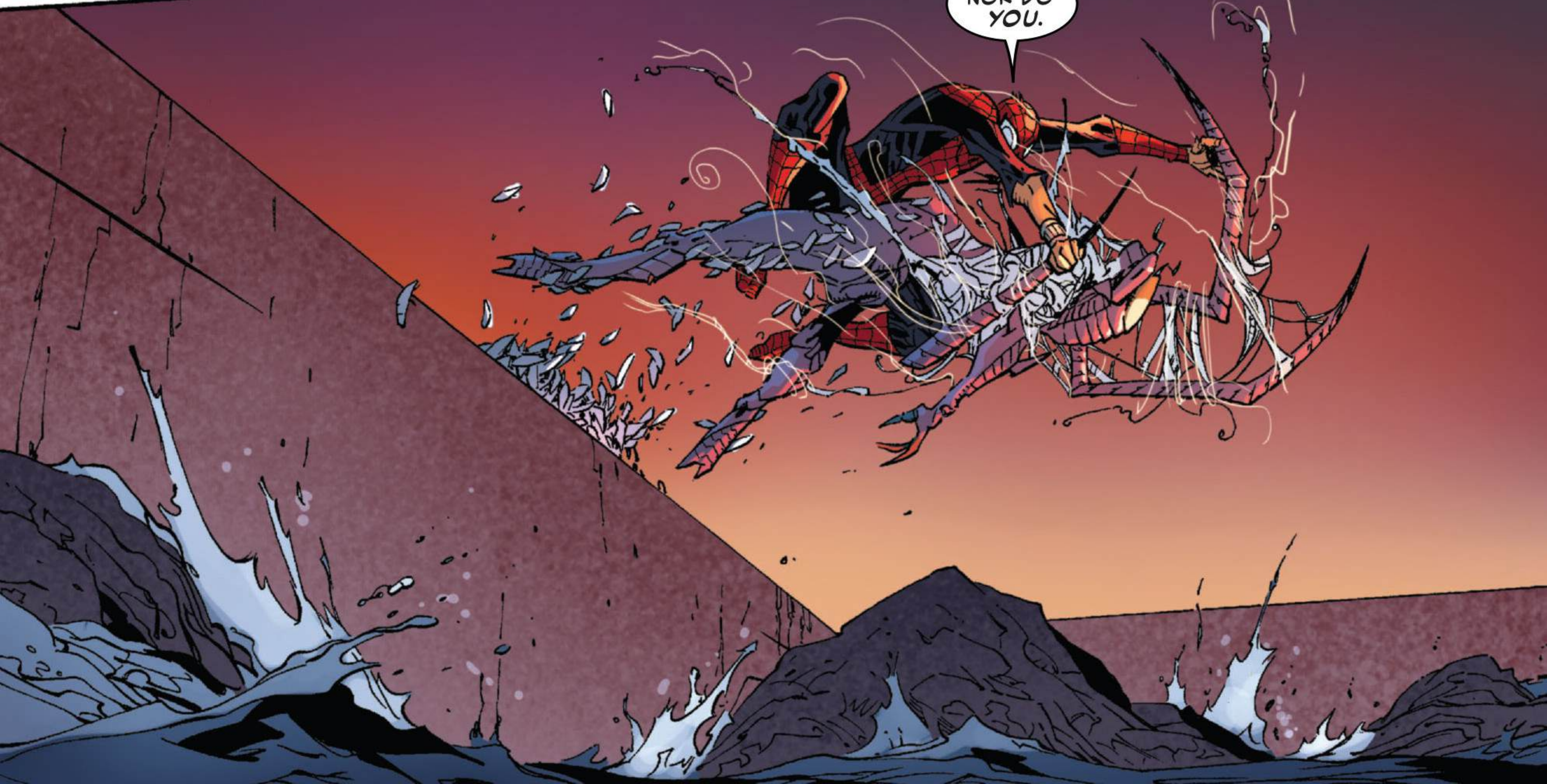
YOU *SHOT* A *BLIND OLD MAN!*
RELAX, PADRE, HE'S JUST STUNNED. I WAS DOING MY *JOB*...KEEPING YOU SAFE.
WE CAN'T TAKE CHANCES WITH ALL THE MONSTERS STILL RUNNING LOOSE IN--
HOLY--!
STOP!
HOLD YOUR FIRE, SHIPLEY.
HE'S A *KILLER*.
THAT'S THE *LIZARD*...BUT WITH THE *MIND* OF CURT CONNORS. AND HE SAVED MY *LIFE*. HE'S A *HERO*.
YES, IF ANYONE KNOWS A HERO WHEN HE SEES ONE, IT'S J. JONAH JAMESON. HMM...
...IT APPEARS THE SITUATION IS UNDER CONTROL.
I SUPPOSE IT'S TIME I OPEN THE DOORS AND WE ALL GET SOME FRESH AIR.
I THINK THAT'S A GREAT IDEA.
RAFT

SUNLIGHT! THANK HEAVEN!
I'VE GOT A SIGNAL. WE CAN FINALLY CALL FOR HELP.
THIS IS AN *OUTRAGE!* I TOLD YOU, DR. CONNORS IS FIRMLY IN CONTROL!
YEAH, WELL, YOU CAN'T FIRE ME TWICE, SO I'D RATHER BE SAFE THAN SORRY.
IT'SSS ALL RIGHT. I...PREFER TO BE CAUTIOUSSS AZSS WELL.
HRRMPH. WELL, IF YOU SAY SO.
SPIDER-MAN. A WORD.
CAN I ASSUME THAT HIS EQUIPMENT CRASHING MEANS YOU SAW TO SMYTHE? AS WE *DISCUSSED?*
REALLY, JAMESON. HAVE I FAILED--
--YET...?
BACK! EVERYONE GET--

SMYTHE!
YOU SAID HE WAS *DEAD!*
I AM.
MY BODY, AT LEAST...
ARRHHHH
WHOK
ZAK ZAK ZAK ZAK
...AND MY CONSCIOUSNESS WILL SOON FOLLOW.


BUT I WILL HAVE COMPANY.
SHIPLEY!
SHNK


I ONLY WANTED TO GET OUT. NOW I HAVE...FOR ALL THE GOOD IT DOES ME.
ALL I'VE GOT LEFT IS TO LIVE UP TO MY NAME. TO SLAY YOU, SPIDER-MAN...TO SLAY ALL OF YOU!
AND YOU HAVE NOWHERE TO RUN!
RAFT


NOR DO YOU.

FOOL! YOU DID EXACTLY AS I WANTED.
MY BRAIN FUNCTIONS WILL CEASE IN SECONDS. BUT NOT BEFORE--
--MY CONSCIOUSNESS TRANSFERS INTO YOU!
NO ONE WILL KNOW. I'LL HAVE THE ULTIMATE REVENGE ON YOU, SPIDER-MAN...I'LL STEAL YOUR VERY LIFE! I WILL--
WAIT. WHY ISN'T IT--
WORKING? BECAUSE, LIKE ALL YOUR ESCAPE ATTEMPTS, I THOUGHT OF IT FIRST. AND CLOSED IT TO YOU.
NO! I PLANNED FOR MONTHS LOCKED UP IN THERE! HOW COULD YOU THINK OF EVERYTHING?
BECAUSE I AM OTTO OCTAVIUS. AND I'VE ALREADY DONE IT.
YOU-- SKZZT--YOU'RE REALLY--
IMBECILE. YOUR FINAL ACT AS THE "SPIDER-SLAYER," YOUR LAST GREAT BATTLE, WASN'T EVEN AGAINST YOUR TRUE ENEMY.
THAT'S YOUR LEGACY. NOTHING.
LESS THAN NOTHING.

IS HE--
HIS SENTENCE HAS BEEN CARRIED OUT.
YOU'RE ALL SAFE.
EXCEPT POOR MR. SHIPLEY.
NOT POOR, MS. GRANT. HE DIED BRAVELY.
HELPING TO STOP THE RAFT'S LAST BREAKOUT. IT'S A LEGACY THAT MAN WOULD HONOR.
RAFT
THEN HE WAS A FOOL.
WHAT'S THAT?
I SAID IT'S TRUE. WHAT WE LEAVE BEHIND IS SOMETHING WE EACH DETERMINE, THROUGH THE WAY WE LIVE OUR LIVES.
WHETHER WE ACHIEVE SOMETHING WE CAN BE PROUD OF, OR FALL SHORT...
...WE HAVE ONLY OURSELVES TO BLAME.

DON'T CLEAN ME UP TOO MUCH. I WANT TO LOOK *BATTLE HARDENED.*
ARE YOU *SURE* YOU WANT TO DO THE PRESS CONFERENCE NOW? EVERYONE WOULD UNDERSTAND IF YOU'D LIKE TO REST--
NO. LET THEM SEE WHAT WE'VE BEEN THROUGH. LET THEM SEE I WAS RIGHT--THE RAFT SHOULD BE *WIPED OFF THE MAP.*
MR. MAYOR, A MOMENT.
25.5075
U.S. COAST GUARD
I THINK YOUR PLANS FOR THE RAFT ARE... PREMATURE. I HAVE A THOUGHT ON THE MATTER.
WHAT?! NOW?! I'M ABOUT TO GO ON LIVE--
YOU SHOULD GIVE IT TO *ME.* AS A BASE OF OPERATIONS. A SUPER HERO HEADQUARTERS, AS IT WERE.
WHAT?! ARE YOU MAD?! UNDER NO CIRCUMSTANCES WOULD I EVER--
A PITY. WE'VE WORKED WELL TOGETHER. HERE, PERHAPS *THIS* WILL MOTIVATE YOU TO SEE THINGS MY WAY.
A COMPLETE RECORDING OF YOU, THE MAYOR OF NEW YORK, ORDERING A MAN'S EXECUTION.
WHA--*SHUT THAT OFF!* I--IT WAS *JUSTIFIED!*
MAYBE WE SHOULD LET THE MEDIA DECIDE. OR A JURY OF YOUR PEERS.
THAT WOULD RUIN ME. GET ME KICKED OUT OF OFFICE--
OR JAIL TIME.
Y-YOU'D BE IMPLICATED TOO!
YOU DON'T SAY. SPIDER-MAN--AN OUTLAW? A *MENACE?*
HOW WOULD I *EVER* SURVIVE UNDER SUCH CIRCUMSTANCES?
ALL THIS TIME I WAS RIGHT ABOUT YOU. YOU'RE A MENACE. A ***MONSTER!***
WHATEVER I AM, KNOW THIS: I OWN YOU.

...AND SO, TODAY'S EVENTS HAVE INSPIRED ME TO TURN OVER THE RAFT TO OUR CITY'S--*COUGH*--*GREATEST* HERO, THE MAN TO WHOM I...I...
OWE YOUR LIFE?
YES...*OWE MY LIFE*...THE AMAZING *SPIDER-MAN*...TO USE AS HIS OWN "*SUPER HERO HEADQUARTERS*"--FROM WHICH HE CAN PROTECT AND WATCH OVER US ALL.
SPIDER-MAN, I PRESENT TO YOU--THE *RAFT!*
AH. NOT THE RAFT, MR. MAYOR. FROM THIS POINT ON, IT SHALL BE CALLED...
SPIDER-ISLAND...
...TWO.
WRITE YOUR STORIES, FOOLS. MARK THIS DAY WELL. FOR TODAY, I CAST OFF THE LAST OF THE CHAINS PETER PARKER SADDLED ME WITH...
...AND BEGIN TO CRAFT MY *OWN* LEGACY.
BATT
PAR

I AM NO MORE BOUND BY PARKER'S LIFE THAN I AM BY MY *OWN* FORMER EXISTENCE.
I SHALL CREATE SOMETHING *ENTIRELY NEW*. SOMETHING *WONDERFUL*.
YES, TECHNICALLY, I *AM* A NEW CLIENT. *SPIDER-MAN*. NO, I'M *NOT* JOKING.
I NEED, OH, SIXTY, SEVENTY MEN... EX-MILITARY. MEN WHO CAN TAKE ORDERS...YOU KNOW, *MINIONS*.
I'LL HAVE THE SPECS FOR THEIR UNIFORMS SENT OVER.
HM. A NEW UNIFORM? WHY NOT?
WHAT? NO, THAT'S ALL. GOOD DAY.
THIS SHALL BE MY LEGACY. A BRAND NEW DAY...NO, A BRAND NEW *AGE*.
THE AGE OF THE *SUPERIOR SPIDER-MAN*...THE *GREATEST HERO OF THEM ALL*.
♫♪
AND *NOTHING* WILL STAND IN MY WAY.

RAMOS 2013
delgado

SUPERIOR *Spider-Man* #14 “A BLIND EYE”

My name is Jaime Maldonado, and I have a problem. My son, Leo, can't sleep at night.
The two of us, we live in the shadow of SHADOWLAND, an impossible fortress--a feudal Japanese castle--
--standing in the middle of Hell's Kitchen. Built over the ashes of an entire city block.
We lost a lot of people in the neighborhood when those old buildings were destroyed without warning.
A number of children Leo's age.
More than enough ghosts to haunt him.
But that's not the worst of it.
A MONSTER lives there now. Lording it over us.
THE KINGPIN, crime boss of all New York.
Everyone knows what's going on in there.
Ninjas and crazy super-freaks darting in and out at night.
Terrible screams coming from inside. And no one DOES anything.
He pays us enough to look away, but not enough to leave.
Some days I am so angry, I can feel myself shake with rage. All the way down to my--
WHAT?
TOOM

DAD?
TOOM
WHAT IS THAT?
IT'S *THEM*, ISN'T IT? THEY'RE COMIN' TO GET US, AREN'T THEY?
DON'T WORRY, LEO. IT'S GONNA BE OKAY. I PROMISE.
TOOM TOOM
EVERYTHING'S GONNA BE...
O...
HOLY--
TOOMTOOMTOOM

Shadowland.
INSIDE THE PRIVATE WAR ROOM OF WILSON FISK, THE KINGPIN OF CRIME.
GENTLEMEN, WE STAND ON THE CUSP OF A NEW AGE.
OVER THE PAST FEW DAYS, SPIDER-MAN HAS BEEN ON A TEAR, FOOLISHLY TAKING DOWN THE HEADS OF ONE CRIME FAMILY AFTER ANOTHER.
AND ALL THIS HAS DONE IS CREATE A POWER VACUUM. ONE I AM MORE THAN HAPPY TO EXPLOIT.
NARCOTICS. PROTECTION. GAMBLING. PROSTITUTION. IF WE MOVE QUICKLY...
...I CAN EXPAND MY EMPIRE ON AN UNHEARD-OF SCALE--
TOOM
FISK! I HAVE A MESSAGE FOR YOU, KINGPIN.
AS OF TONIGHT, YOUR REIGN IS OVER!
WHAT?!
WHAT'S THE MEANING OF THIS?!
TOOM TOOM
BOSS? MAYBE WE SHOULD--
WAIT. I KNOW THAT VOICE.
SPIDER-MAN! YOU WOULD DARE SHOW YOURSELF--
--AT THE GATES OF MY STRONGHOLD--
--AT THE VERY HEART OF MY KINGDOM?
ARE YOU MAD? WHAT COULD YOU EVER HOPE TO ACHIEVE HERE?

IN ONE WORD...
REGICIDE.

ALL WEAPONS, OPEN FIRE!
KCHOOM
BKOW
PKAMMM
ARACH-NAUGHTS, TARGET ALL STRUCTURES!
SPIDERLINGS, GO MAN TO MAN!
LEAVE NOTHING STANDING! LEAVE NO ONE ALIVE!
CHAW
ZRAK
ZZAT

WHAT'S GOING ON OUT HERE? WHO ARE YOU?
PEOPLE OF HELL'S KITCHEN, REMAIN CALM.
WE'RE SPIDER-PATROL 7. ONE OF SPIDER-MAN'S TACTICAL UNITS.
SPIDER-MAN?
YES. HE'S ENDING THE THREAT OF SHADOWLAND. RIGHT HERE. RIGHT NOW.
WE'VE BEEN DEPLOYED TO ENSURE YOUR SAFETY...
"...ALONG WITH THREE HUNDRED SPIDER-BOTS.
"IN CASE OF EMERGENCY, *FORCE-FIELDS* WILL BE ERECTED AROUND *YOU* AND YOUR *HOMES*.
"NONE OF YOU ARE IN ANY DANGER."
WHAT ABOUT FROM THOSE THINGS?
THEY'RE ONLY TRAINED ON SHADOWLAND, MA'AM.
THOUGH WE'D ADVISE YOU TO KEEP A SAFE DISTANCE.
UNBELIEVABLE. SOMEONE'S FINALLY DOING SOMETHING.
NOT SOMEONE, SIR. *SPIDER-MAN*.
MY WORD. IT'S LIKE SOME MESSED-UP THANKSGIVING DAY PARADE.
OR FOURTH OF JULY!
NO, SON. IT'S BASTILLE DAY.

WALL-CRAWLER!
YOU'LL *PAY* FOR THIS EFFRONTERY!
GEEZ, BOSS! NOT NOW. WE GOTTA GET YOU OUTTA HERE!
EVERYTHING'S GOING STRAIGHT TO HELL!
AHHH!
SHRIP
GYARR!
SLASHH
AND YOU TWO ALONG WITH IT, HOBGOBLIN!
MAKE NO MISTAKE, MY FRIEND, THESE ARE YOUR *FINAL* MOMENTS--
--AND WHAT'S LEFT OF THIS CASTLE OF YOURS SHALL SERVE AS YOUR *TOMB*!

A FITTING END, WHERE YOU SHALL FINALLY GET WHAT YOU SO RICHLY--
ZEEEEE
WHAT NOW?
INCOMING CALL FROM THE MAYOR'S OFFICE.
VERY WELL. PUT IT THROUGH.
URKK!
AAAKK!
SORRY.
I HAVE TO TAKE THIS.
SHRUCH
RRACHH
THIS ISN'T A GOOD TIME, MR. MAYOR.
I'M A LITTLE BUSY AT THE MOMENT.
OH, THIS SHOULDN'T TAKE TOO LONG, AVENGER.
I JUST HAVE ONE TINY, LITTLE QUESTION FOR YOU...

Gracie Mansion.
THE RESIDENCE OF MAYOR J. JONAH JAMESON.
WHAT IN SAM HILL DO YOU THINK YOU'RE DOING?!
YOU BLITHERING BUG-BRAINED BUFFOON!
YOU'RE BLOWING UP A BUILDING?! IN MY CITY?! OF ALL THE--
ENOUGH!
THIS ISN'T ANY BUILDING, YOU INCOMPETENT CLOWN. IT'S SHADOWLAND.
THE PHYSICAL HUB OF THE KINGPIN'S CRIMINAL EMPIRE!
YOU AND THE CITY HAVE KNOWN ABOUT IT FOR SOME TIME.
AVENGERS HAVE BEEN INSIDE. LUKE CAGE, IRON FIST... AND MYSELF.
WE'VE GONE ON RECORD ABOUT EVERYTHING THAT TRANSPIRES HERE.
AND THERE IS NO EARTHLY REASON WHY THIS PLACE SHOULD STILL BE ON THE MAP!
IT GOES DOWN TONIGHT!

YOU'VE GONE *TOO FAR* THIS TIME, YOU ***WEB-SLINGING WEIRDO!***
YOU DON'T HAVE THE ***AUTHORITY*** TO--
ACTUALLY, ***I DO.***
OR ***WILL*** HAVE SHORTLY. *COURTESY OF **YOU**, JAMESON.*
WHAT?!
YOU HEARD ME.
YOU'RE GOING TO FILL OUT YOUR FORMS AND MAKE WHATEVER CALLS YOU HAVE TO.
AND ENSURE THAT THIS SURGICAL STRIKE HAS THE FULL BACKING OF THE MAYOR'S OFFICE.
IS THAT UNDERSTOOD? OR DO I HAVE TO REMIND YOU...
...OF THE LITTLE TALK WE HAD LAST WEEK?
NO. YOU CAN'T. THERE'LL BE QUESTIONS.
CASUALTIES. THINK OF THE LIVES THAT'LL BE LOST, MAN!
I BEG OF YOU...
LIVES? WHAT LIVES? ALL THE CIVILIANS ARE UNDER MY PROTECTION.
AND FISK'S *"MEN,"* THESE ***HAND NINJAS***, TURN TO ***DUST*** ONCE DISPENSED WITH.
THE ONLY ***BODIES*** THAT WILL BE FOUND-- WILL BE THOSE OF THE HOBGOBLIN, A KNOWN FELON...
AND ONE WILSON FISK, THE SUBJECT OF A DOZEN ***DAILY BUGLE*** EXPOSÉS AS THE ***KINGPIN OF CRIME.***
OH, MY. I CERTAINLY HOPE THAT ***LAST*** PART...

...WASN'T "ACCIDENTALLY" PICKED UP BY FISK'S SECURITY FEED.
I'D HATE FOR THAT ROTUND REPROBATE TO KNOW WHAT I HAVE IN STORE FOR HIM.
HA HA HA HA HA!
SO THAT'S WHAT THAT SOUNDS LIKE.
THAT'S... KINDA CREEPY.
THE VOICE *IS* THE SAME.
BUT THAT'S NOT THE SPIDER-MAN I KNOW.
HE'S GOING TO KILL US ALL AND DAMN THE CONSEQUENCES.
COME ALONG. THERE'S NOT MUCH TIME.
BOSS?
HOLD ON. WE SHOULDN'T GO FARTHER IN. WHOLE PLACE IS CRUMBLING.
WE'LL GET BURIED ALIVE.
HAVE TO RISK IT.
WHOA! YOU'VE NEVER TAKEN ME DOWN HERE BEFORE. WHAT IS THIS?
A SECRET ROOM. HERE.
AS YOU CAN SEE, THIS IS A MOMENT I AM WELL PREPARED FOR.
MMPH. MIBSTER FIBSK?
NOBODY SAID YOU WERE COMIN'.
WINGS

HOBGOBLIN, ALLOW ME TO INTRODUCE ONE OF MY MOST VALUABLE EMPLOYEES, MR. SMEDLEY KORNFELD.
HULLO.
HEY. OKAY, THIS'S WEIRD.
YOU HAVE IT NICE DOWN HERE, DON'T YOU, SMEDLEY? TV. VIDEO GAMES. ALL YOU CAN EAT.
YEAH. PRETTY SWEET DEAL.
A GOOD LIFE?
SURE.
SNAP
HOLY CRAP!
MR. KORNFELD'S BODY HAS BEEN MODIFIED TO MIMIC MY DNA, AND...
...ALONG WITH COSMETICALLY ALTERED DENTAL APPLIANCES...
...ONCE HIS CORPSE IS FOUND AFTER THE FIRE... "FAREWELL, WILSON FISK."
FIRE? WHAT FIRE?
KLIK
FWASH
AH. THAT FIRE.
NOW THIS ONE MAN SUB...
...IS FOR MY ACTUAL FAREWELL.

ONE MAN?
SADLY, MR. HOBGOBLIN, THE TIME HAS COME FOR THE TWO OF US TO SAY...
HM. SMART BOY.
YES. I SHALL LAY LOW FOR A WHILE. REST. REBUILD.
AND WHEN I RETURN, I SHALL HAVE MY REVENGE.
A PITY ABOUT THAT ONE LOOSE END, THOUGH...
"...BUT PERHAPS IF I'M LUCKY, SPIDER-MAN WILL FINISH THE JOB FOR ME."
THIS'S GREAT!
SPIDER-MAN WANTS ME DEAD. BOSS WANTS ME DEAD. EVERY PIECE OF FRICKIN' RUBBLE WANTS ME DEAD!
FOR JUST *ONCE* TONIGHT YA THINK SOMETHING COULD GO...
...MY WAY?
YES! I MADE IT OUT THE OTHER SIDE!

OKAY...
SHUT UP, PHIL. NONE OF 'EM SAW YOU.
KEEP MOVING AND YOU MIGHT JUST GET OUT OF HERE...
...AIIIIYEE!
UNIT #218. SCANNING.
SCANNING...
GOBLIN PROTOCOL
Z 3M
PROFILE
16783 XP 4Z
00451 8T 2K
107003 MT 2P
100202 AC
REFERENCE 3167FIC
GOBLIN PROTOCOL IN EFFECT
DISENGAGE
ONE OF THE SPIDER'S EYES!
IT'LL TELL HIM WHERE I AM, UNLESS I--
NO ACTIVITY. CONTINUE SWEEP.
HUH? MUST BE BUSTED OR SOMETHING.
WHATEVER. I'M GONE!

PEOPLE OF HELL'S KITCHEN, YOUR NIGHTMARE IS OVER.
SHADOWLAND IS NO MORE.
HE DID IT.
WE'RE FREE.
THANK YOU, SPIDEY.
THAT'S WHY I'M HERE. MISTER...?
MALDONADO. I'M JAIME. AND THIS'S LEO.
NICE TO MEET YOU. REMEMBER, LEO. I DID THIS FOR *YOU*.
ME AND MY MEN, WE DID THIS FOR *ALL OF YOU*.
AND ALL THANKS TO THE *VERY* GRACIOUS SUPPORT OF OUR VERY OWN *MAYOR J. JONAH JAMESON*.
WHEREVER YOU ARE, J.J.J., I COULDN'T HAVE DONE THIS WITHOUT YOU...
...*PARTNER*.
AH! THAT *BLACKMAILING BUG!* HE'S GOT ME RIGHT WHERE HE WANTS ME!
RIGHT UNDER HIS *WEBBED THUMB!* WE'RE IN CAHOOTS!
CAHOOTS!

THAT WAS A CRAZY NIGHT, HUH, LITTLE MAN? I DON'T THINK YOU GOT ANY SLEEP, DID YA?
NO, DAD.
WELL I DON'T THINK YOUR TEACHER WILL MIND IF YOU TAKE A DAY OFF.
MRS. DANFORTH, CAN YOU WATCH LEO TILL I GET BACK FROM WORK?
DON'T YOU WORRY ABOUT THE BOY. HE'LL BE JUST FINE.
I KNOW.
And the thing is...I believe her. I can feel it. My son's gonna be safe in his bed tonight.
The real nightmare's over and the world's a better place. 'Cause of Spider-Man.
All because he's watching over us.
HEYYY...
Y-Y-YOU'RE NOT THE USUAL GUY.
NO. I'M THE NEW GUY.
THIS SPOT, IT'S UNDER NEW MANAGEMENT.
PRODUCT'S THE SAME, THOUGH. YOU WANT IT OR NOT?
UM...
WHATTYA GOT?
OH, I'M FULL SERVICE. WHATEVER YOU NEED.
UNIT #293. SCANNING.
NO ACTIVITY. CONTINUE SWEEP.

GENTLEMEN, WELCOME TO THE *GOBLIN UNDERGROUND*.
YOU'LL BE SAFE HERE.
SAFE? WE DON'T DESERVE TO LIVE. WE ARE *UNWORTHY*.
WE RAN FROM A BATTLE. FOR MEMBERS OF THE HAND, THERE CAN BE NO GREATER DISHONOR.
HEY, THAT DON'T MAKE YOU A COWARD.
THAT MEANS YOU'RE SMART.
AND PAL, TO THE GOBLIN, YOU ARE *FAR* FROM UNWORTHY.
IN FACT, YOU'RE WORTH *MORE* THAN YOU COULD POSSIBLY BELIEVE.
GATHER ROUND, MY SUBJECTS. WE HAVE WONDERFUL NEWS.
AS WILSON FISK'S FORMER MINIONS JOIN OUR RANKS, AND WE GOBBLE UP HIS INFRASTRUCTURE...
...WE'VE PASSED THE TIPPING POINT. 52% OF ALL ORGANIZED CRIME IN THIS TOWN IS UNDER *OUR* CONTROL.
AND FOR THAT, WE OWE A *VERY* SPECIAL THANKS TO THE SPIDER-MAN.
FOR CUTTING OFF THE *HEADS* AND LEAVING US THE *BODIES*.
AS OF RIGHT NOW, YOUR *GOBLIN KING* IS NOW THE *GOBLIN* KINGPIN OF CRIME!
HEE HEE! WITHOUT EVEN LIFTING A FINGER...

...I'VE ALREADY WON!
NEW YORK IS MINE!

RAMOS
delgado

SUPERIOR *Spider-Man #15* "RUN, GOBLIN, RUN! PART 1 OF 2: THE TINKERER'S APPRENTICE"

A small fix-it shop.
ON A SIDE STREET IN THE LOWER EAST SIDE.
NOK NOK
DING DING
BE WITH YOU IN A MINUTE. WE'RE NOT OPEN FOR BUSINESS...
...YET.
DEAR LORD...
HOW MANY TIMES HAVE I TOLD YOU? NO COSTUMES THROUGH THE FRONT DOOR!
I SWEAR, GOBLIN, IF I HAVE TO CHANGE SHOPS AGAIN--
BACK OFF, TINKERER.
I AINT GOT TIME FOR SUBTLE.
IT'S THE SPIDER. HE'S GONE CRAZY.
BLEW UP SHADOWLAND. WITH GIANT ROBOTS. AND AN ARMY...AND...
AND HE TOOK OUT THE KINGPIN.
YEAH. LET THAT ONE SINK IN. TOOK OUT FISK LIKE IT WAS NOTHING.
I WAS LUCKY TO GET OUT ALIVE. AND I INTEND TO STAY THAT WAY.
NEED YOU TO FIX MY GEAR. CHARGE THE SWORD. AND SET ME UP WITH PUMPKIN BOMBS. DOUBLE YIELD.

THAT'LL COST YOU. A LOT.
I'M GOOD FOR IT.
ESPECIALLY AFTER I SELL THE VIDEO FILES FROM MY BAT-CAM.
HURRY IT UP. I'LL BE BACK AT THE END OF THE DAY.
DON'T WORRY...
KLIK
...I'LL PUT MY BEST MAN ON IT.
TAKE IT YOU HEARD ALL OF THAT?
YEAH.
WITH THE KINGPIN GONE, GUESS YOU DON'T HAVE TO COWER IN MY BACK ROOM ANYMORE.
SHAME. I'LL MISS YOU, STONE. YOU DID GOOD WORK. AND FOR CHEAP TOO.
YEAH? WELL...
WHERE ELSE COULD I GO?
JUST DO ME A FAVOR, TY. THIS ONE LAST JOB ON YOUR WAY OUT?
SURE. IT'S THE LEAST I COULD DO.

OH, THIS'S *TOO* GOOD.
HOBGOBLIN'S TOYS. MINE TO PLAY WITH.
WHEN I THINK OF ALL THE TIMES HE THREATENED ME...
THIS IS PERFECT. IT'S PRACTICALLY A SIGN.
BEEN HIDING DOWN HERE FOR WEEKS...
AFTER ***SPIDER-MAN*** RUINED MY PLANS.
AFTER ***KINGPIN*** MADE ME A MARKED MAN.
AFTER ***MAX MODELL*** TURNED HIS BACK ON ME.
HOLED UP IN THIS CLOSET WITH NOTHING BETTER TO DO...
...THAN COME UP WITH A MILLION WAYS TO RUIN YOU. TO TEACH ***ALL*** OF YOU THAT...
DAILY BUGLE
THE HORIZON LABS
REC
YOU MESSED WITH THE WRONG NERD!

Hell's Kitchen.
THE SMOKING CRATER THAT USED TO BE SHADOWLAND.
SPIDER-PATROL 4 TAKE THE WEST WALL. SPIDER-PATROL 9 CHECK THE SUBSTRUCTURES.
FIRST TEAM TO FIND FISK'S *REMAINS* RECEIVES DOUBLE PAY.
STILL CAN'T BELIEVE YOU--AND YOUR "MEN"--DID THIS, SPIDEY.
THE KINGPIN HELD COURT HERE FOR TOO LONG. TO STAND BACK AND DO NOTHING...
...TO *LET* EVIL FLOURISH WHILE I HAVE THE POWER TO STOP IT...
...THAT, *OFFICER COOPER,* WOULD BE THE MOST IRRESPONSIBLE ACT OF ALL.
SO MIGHT MAKES RIGHT?
I PREFER THE PHRASE *"WITH GREAT POWER COMES GREAT RESPONSIBILITY."* BUT YES, CAPTAIN, IT DOES.

ALL RIGHT. YOU. ME. OVER HERE.
I NEED A WORD WITH YOU...
...PETER.
WHAT IS IT, CARLIE?
I WANT TO KNOW *HOW.*
GIANT ROBOT SPIDERS. HENCHMEN.
HOW'RE YOU DOING THIS? HOW CAN YOU *AFFORD* IT?
THE CITY'S HELPING OUT.
YOU CAN CHECK WITH MAYOR JAMESON.
PENNY-PINCHING J. JONAH JAMESON? THAT DOESN'T MAKE ANY--
CARLIE! OVER HERE. THINK WE GOT HIM.
COMING.
WILSON FISK. THE KINGPIN, IS DEAD.
AND NEW YORK IS ALL THE SAFER FOR IT.
YEAH. AND SPARED THE COST OF A TRIAL.
HMM. OFFICER COOPER. CAPTAIN WATANABE.
CONTACT ME ONCE YOU'VE FOUND HOBGOBLIN'S BODY AS WELL.
IN THE MEANTIME, THERE'S WORK TO BE DONE.

SO? YOUR CRAZY THEORY ABOUT SPIDER-MAN...?
GETTING LESS CRAZY BY THE SECOND.
IN FACT, I'M DEAD CERTAIN I'M RIGHT.
AND HE'S JUST GIVEN ME A WAY TO PROVE IT.
HIS MEN, VEHICLES, AND EQUIPMENT...
...HE SAYS THE CITY'S PAYING FOR IT.
NO WAY. I'D SEE THAT IN A BUDGET.
I KNOW. HE'S LYING.
SO WE FOLLOW THE MONEY...
...AND WE'LL FIND WHAT HE'S HIDING. IT'S A PLAN.
...AND I KNOW JUST WHERE TO START.
BUT NOT AS CAPTAIN YURI WATANABE.
UNFORTUNATELY FOR OUR WEB-HEADED FRIEND, I HAVE A LITTLE *"POWER AND RESPONSIBILITY"* AS WELL...
...AS THE **WRAITH.**
"ALL ANYONE IS TALKING ABOUT TODAY IS SHADOWLAND..."

The Daily Bugle.
MIDTOWN MANHATTAN.
...HOW SPIDER-MAN *LEVELED* IT. THE *MAYOR'S* INVOLVEMENT. WHETHER WILSON FISK WAS *INSIDE* WHEN IT WENT KABLOOEY.
IT'S ON EVERY CHANNEL NON-STOP. SHOT AFTER SHOT OF SCORCHED EARTH AND RUBBLE.
BUT YOU KNOW WHAT THE BUGLE HAS THAT THOSE GUYS DON'T?
FULL VIDEO COVERAGE OF THE PLACE FOLDING LIKE A HOUSE OF CARDS.
ALL OF IT CAPTURED ON A MEMORY CARD AT 24 GLORIOUS FRAMES PER SECOND.
SHUT *UP!* PHIL, IS THAT--?
YOU WILL. BUT STAND IN LINE.
PHIL URICH, I COULD KISS YOU!
LOT A' THAT GOING AROUND.
GOOD WORK, KID!
HANDS OFF MY BOY, LOSERS. LET'S SEE WHAT HE BROUGHT ME FIRST.
IF IT SUCKS, *THEN* YOU CAN HAVE 'IM.
HOT DAMN!
OUTSTANDING, URICH. DON'T KNOW HOW YOU KEEP DOING IT...
...BUT WE'RE ALL GRATEFUL. ANYTHING YOU NEED, JUST ASK.
WELL, ROBBIE, A GOOD PLACE TO START...

"...WOULD BE CUTTING ME A REALLY BIG CHECK."
IT'S GOOD MONEY. PROBLEM IS... IT'S NOT **KINGPIN**-MONEY.
WHAT IF IT'S NOT ENOUGH TO COVER THE TINKERER'S BILL?
OR TO KEEP THE ORIGINAL HOBGOBLIN OFF MY B--
INCOMING CALL
AHK!
AW CRAP. IT'S KINGSLEY!
SECURE LINE
WHAT'S GOING ON, KID? YOU'RE LATE WITH YOUR MONTHLY FEE.
THERE'S A LOT OF CROOKS OUT THERE WHO'D **KILL** FOR THE RIGHTS TO BE THE NEW HOBGOBLIN.
YOU DON'T WANT ME **TERMINATING** YOUR CONTRACT NOW, DO YOU?
I'M... UH...LITTLE SHORT RIGHT NOW...
SO? WHAT'RE YOU LOOKING AT ME FOR?
YOU'RE A SUPER VILLAIN, RIGHT? ROB A BANK! HELL, ROB FIVE OR SIX...

"...'CAUSE IF YOU'RE GOING TO BALANCE THE BOOKS, YOU'RE GONNA PAY ME WITH *INTEREST*."
DAMN IT. HOW'D IT COME TO *THIS*?
HIGH OVERHEAD. MONTHLY FEES. WORKING 'ROUND THE CLOCK.
SINCE WHEN DID BEING A BAD GUY BECOME A *JOB*?!
TIFFANY & CO
POLICE
NYPD
COURTESY PROFESSIONALISM RESPECT
874124
WHAT?! THIS CAN'T BE RIGHT! HOBGOBLIN'S *ALIVE?*
HOW DID HE ESCAPE SHADOWLAND WITHOUT MY SENSORS DETECTING HIM?!
IT'S *IMPOSSIBLE!* MY WEB OF SPIDER-BOTS SWEEPS THE CITY FOR *ALL* CRIME!
HOW IS HE DODGING ALL OF *MY* CAMERAS...
...AND STILL GETTING CAPTURED BY THE *DAILY BUGLE'S? IT DEFIES ALL LOGIC!*
MINIONS, ATTEND ME!
MY SPIDER-BOTS ARE FAILING. I NEED EYES ON THE GROUND. MEN I CAN TRUST.
IF YOU SEE EVEN A TRACE OF THIS GRINNING IDIOT, YOU CALL IT IN AND CONVERGE-- *EN MASSE!*
UNTIL HE'S FOUND, *NO ONE* GOES HOME. IS THAT UNDERSTOOD?!

"AND I MEAN *NO ONE!*"
BEEN WEEKS SINCE I'VE HEARD FROM PETER.
GUESS WORK AND SCHOOL MUST BE KEEPING HIM BUSY.
THAT AND THIS "*NEW GIRL*" OF HIS. MAYBE IF I INVITED THEM *BOTH* OVER FOR DINNER...
DOZENS OF CALLS AND NO ANSWER. HE'S *HAD* TO HAVE HEARD BY NOW...
...ABOUT MY CLUB AND THE *FIRE.*
AND NOT *ONE* VISIT TO SEE IF I'M OKAY. NOT EVEN A SWING-BY.
THE PETER PARKER I KNOW WOULD NEVER--WAIT, NAH. THAT'S CRAZY.
THIS IS THE THIRD MEETING PARKER'S MISSED.
I DON'T THINK HE EVEN KNOWS WHAT'S GOING ON HERE.
LET IT GO, MAX. HE OBVIOUSLY DOESN'T CARE ABOUT THESE LAWSUITS.
IF HE CARED ABOUT HIS JOB AT HORIZON, IF HE KNEW THE PROBLEMS WE'RE FACING, HE'D BE HERE!
IT APPEARS, MS. MARCONI, THAT YOUR FRIEND MR. PARKER HAS SKIPPED ANOTHER CLASS.
SORRY, DOCTOR LAMAZE, BUT I'M SURE THERE'S A GOOD REASON.

Spider-Island.
SPIDER-MAN'S HEADQUARTERS.
HOW DID PARKER DO THIS? HOW DID HE JUST BUMBLE HIS WAY INTO ADVENTURES?
I'M TRYING MY BEST. USING TACTICS AND RESOURCES BEYOND HIS GRASP OR IMAGINATION...
...AND YET I'M FALLING SHORT THIS TIME. WHY? IS IT MY DEDICATION THAT'S LACKING?
AS DOCTOR OCTOPUS, MY IDENTITY WASN'T SO BIFURCATED. OCTAVIUS AND OCTOPUS WERE ONE AND THE SAME.
PERHAPS IT'S "PETER PARKER" THAT'S HOLDING ME BACK.
IF I CAST THAT PART OF MY NEW LIFE ASIDE...
...GAVE MYSELF FULLY TO THE "SPIDER"...
...I COULD DO GREATER THINGS FOR THIS WORLD.
AND WOULD ANYTHING OF VALUE TRULY BE LOST?
BREEP BREEP
HELLO?
PETER? HEY, SLICK. WHERE'VE YOU BEEN?
ANNA MARIA! HI. IT'S--
--IT'S GOOD TO HEAR FROM YOU.
WHAT? NO, I HAVEN'T BEEN HIDING AWAY IN SOME CAVE...

The Goblin Underground.
BENEATH THE STREETS OF NEW YORK CITY.
WHAT'S THE LATEST NEWS ON THIS HOBGOBLIN?
WHAT ISN'T? HE'S A ONE-MAN CRIME SPREE. ON THE FRONT PAGE OF EVERY DAILY BUGLE...
...AND THE TOP RATED VIDEO ON THEIR WEBSITE.
AND YET COMPLETELY OFF OF SPIDER-MAN'S WEB. THANKS TO ME.
THE LUCKY, POINTY-EARED FOOL.
WAIT. HOW DOES THAT WORK?
I THOUGHT THE "GOBLIN PROTOCOLS" ONLY WORK FOR OUR GUYS.
NO. ANYONE WEARING A GOBLIN MASK OR MY SIGIL GETS A FREE PASS.
THIS IDIOT JUST STUMBLED INTO IT.
SO THE LONGER HE STAYS ACTIVE...?
THE SOONER A SUSPICIOUS SPIDER-MAN WILL FIND THE HACK I DID TO HIS SYSTEM.
TELL THE BOYS TO LAY LOW FOR A WHILE. I'M SHUTTING THE PROGRAM DOWN.
LET'S SEE HOW WELL THE WANNABE DOES...
...ONCE HE'S BACK IN THE SPIDER'S LINE OF SIGHT.
YES. LET'S SEE IF HE HOLDS A CANDLE TO ME.

Empire State University.
THE CHANCELLOR'S OFFICE.
MS. MARCONI, THANK YOU FOR LOCATING OUR ELUSIVE MR. PARKER.
PETER, WHILE YOUR ATTENDANCE HAS BEEN SPOTTY...
...THERE'S NO DENYING YOUR INCREDIBLE TEST SCORES. WE WANTED YOU TO KNOW, YOU WILL BE RECEIVING A FULL CREDIT.
THANK YOU, CHANCELLOR. BUT IN TRUTH, I OWE IT ALL TO DOCTOR LAMAZE. HIS EXEMPLARY TEACHING SKILLS...
...EVEN IN SMALL DOSES...
...IS WHAT HELPED ME TRULY APPRECIATE THE MATERIAL.
VERY SLICK.
WELL, THAT GOES WITHOUT SAYING.
THANK YOU, MY BOY.
GUESS THAT MEANS I WON'T BE SEEING YOU...
...UNTIL YOU PRESENT YOUR THESIS TO *ME*. AND THE REST OF THE BOARD, OF COURSE.
AND THAT WILL STILL BE ONE TIME TOO MANY, YOU OVERBEARING OAF.
UNTIL THEN, DOCTOR.
THANK YOU, ANNA. THAT WAS SURPRISINGLY *NOT* UNPLEASANT.
WELL, FOR ONCE, YOU DIDN'T GET A CALL AND HAVE TO RUN OFF AND HELP SPIDER-MAN.
FORTUNATE.
NOT REALLY. I PICKED YOUR POCKET.
IT'S BEEN VIBRATING FOR LIKE TWO MINUTES.
ANNA! WHY WOULD YOU--?
'CAUSE SPIDEY'LL BE FINE.
AND I CARE ABOUT OUR *FUTURE*, PETER. YOUR FUTURE.
YOU SAID "*OUR*" FUTURE.
SHUT UP!
I LOOK FORWARD TO TALKING ABOUT THAT LATER, BUT UNFORTUNATELY...

"...I AM NEEDED ELSEWHERE."
THERE! WITH THIS HAUL *AND* SELLING FOOTAGE OF THIS TO THE BUGLE...
...I SHOULD *FINALLY* BE ABLE TO PAY OFF ALL MY BILLS AND DEBT.
TELL ME YOU GOT THAT, BAT-CAM.
OH, IT GOT ALL OF IT, GOBBY.
AND, THANKS TO THE TRANSMITTER I INSTALLED IN YOUR TECH, *I'VE* GOT IT TOO.
ALONG WITH A RINGSIDE SEAT FOR YOUR INEVITABLE RUN-IN WITH--
AH! PERFECT.
I'D SAY *"RIGHT ON CUE"*...
...BUT, C'MON, THIS'S BEEN GOING ON FOR WEEKS.
IT'S ABOUT *TIME* YOU SHOWED UP.
HOW, GOBLIN?!
HOW HAVE YOU BEEN DOING THIS?!
WAK
AHH!

HOW DID A SLACK-JAWED LACKEY LIKE YOU EVADE MY SURVEILLANCE TILL NOW?!
EXPLAIN!
AT ONCE, BEFORE I--
BEFORE YOU WHAT?!
WHAT MORE CAN YOU DO TO ME, BUG?!
YOU'VE TAKEN EVERYTHING FROM ME!
SWEETEST DEAL I EVER HAD! GONE! 'CAUSE A' YOU!
UHKK!
FWASH
THIS HERE--
--IS WHERE I GET A LI'L SOMETHIN' BACK!
STARTING WITH YOUR PRETTY LITTLE WEBBED...
...HEAD?
HEY!
Shhhh-

BOOP
SWORD
AWW. NOW HOW DID *THAT* HAPPEN?
AS I WAS SAYING--
TALK!
SLSHH
GYAH!
TELL ME HOW YOU CIRCUMVENTED MY FEEDS...
...AND I SHALL **CONSIDER** SPARING YOU.
YEAH, WELL...
...GENEROUS AS THAT SOUNDS AND ALL...
GOTTA FLY!
LATER, WEBS! MUCH MUCH LATER!
COWARD!

YOU MAY BE FAST, BUT THAT WON'T...
...STOP ME.
CLEVER. I TAGGED HIM WITH MY NANO-TRACERS...
...BUT I'M DETECTING MOST OF THEM HERE, IN HIS DISCARDED GARMENTS.
NOW THE QUESTION IS... DID I STRIKE DEEP ENOUGH?
DID ANY MAKE IT ONTO HIS PERSON? OR SUBDERMALLY?
DAMN IT! HE COULD BE ANYONE DOWN THERE.
AND IF HE CAN SHIELD HIMSELF FROM MY SPIDER-BOTS...
...BLOCKING THE NANO-TRACERS' SIGNAL WOULD BE CHILD'S PLAY IN COMPARISON.
NO! I CAN'T LOSE HIM! NOT WHEN I'M SO CLOSE!

"WHERE ARE YOU?!"
OUT OF MY WAY!
CAN'T BELIEVE AFTER ALL THAT I HAD TO DITCH MY GEAR.
IT'LL COST ME A FORTUNE TO REPLACE THAT JUNK!
AND KINGSLEY! HE'LL STILL WANT A CUT OF THAT LAST JOB. I NEED...
THE BU
THE BU
PHIL? WHAT ON EARTH'S THE--?
ROBERTSON! WHERE IS HE?!
WHOA! EASY THERE, PHIL. YOU NEED TO--
I NEED TO SEE ROBBIE!
I'M RIGHT HERE. WHAT'S THIS ABOUT?
YOU GOTTA CUT ME ANOTHER CHECK! NOW!
AN ADVANCE. ON MY NEXT HOBGOBLIN VID. I NEED THE CASH!
PHIL, CALM DOWN. OKAY?
URICH, HELP ME GET CONTROL OF YOUR NEPHEW.
"PHIL."
"URICH."
HMM.
AUDIO'S WORKING PERFECTLY. BUT FOR HOW MUCH LONGER?
BETTER PRESS MY ADVANTAGE WHILE I STILL CAN.
COMPUTER: OCTAVIUS. PLAN OMEGA ONE. GO.

PEOPLE OF NEW YORK, THIS IS SPIDER-MAN, WITH THE AVENGERS, AND I NEED YOUR HELP!
HORIZON
I NEED YOU TO BE MY HEROES.
I NEED YOU TO BE MY EYES.
DUDE, IT'S ON EVERY CHANNEL!
A FUGITIVE IS ON THE LOOSE IN OUR CITY.
PLEASE HELP ME FIND HIM. HE'S THE VILLAIN...
...CALLED HOBGOBLIN...
...AND HE'S ALSO THIS MAN: PHIL URICH.
CALL IT IN AT 1-800-555-1SPY
SON OF A...

RAMOS '13
delgado

SUPERIOR *Spider-Man #16* “RUN, GOBLIN, RUN! PART 2 OF 2: KILL PHIL”

The Daily Bugle.
MIDTOWN MANHATTAN.
EVERYONE, LISTEN UP! HANDS OFF YOUR KEYBOARDS. PHONES AND TABLETS DOWN.
FIRST PERSON TO POST, TWEET, OR MAKE A STATUS UPDATE ABOUT THIS IS FIRED.
MR. ROBERTSON--
I REPEAT-- FIRED. IS THAT UNDERSTOOD?
PLEASE, IF YOU SEE THIS MAN, THE HOBGOBLIN...
...ALSO KNOWN AS PHIL URICH...
... DO YOUR CIVIC DUTY AND CALL IT IN TO ME, SPIDER-MAN, AT 1-800-555-1SPY.
WORK WITH ME, NEW YORK, AND TOGETHER WE CAN BRING THIS VILLAIN TO JUSTICE!
PHIL?

URICH?
ROBBIE, PLEASE. THERE'S NO WAY THIS IS TRUE.
THE BOY'S *MY* NEPHEW...
ALL RIGHT, BEN. FOR YOU.
I'LL GET OUR LAWYERS ON THIS. SEE WHAT THEY CAN DO.
WAIT. I WANT TO HEAR *HIM* SAY IT.
NORAH? WHAT? YOU'RE MY GIRL. YOU CAN'T BELIEVE--
C'MON, PHIL. FIVE WORDS.
I. AM. *NOT*. THE. HOBGOBLIN.
I'M...
SALLY? THIS'S CRAZY! WE'RE THE BUGLE! AND WE'RE *SITTING* ON THIS?
IT'S THE STORY OF THE--
SHH!
IN MY FIRST DAYS AS SPIDER-MAN...
...SOMEONE YELLED AT ME TO STOP A THIEF AS HE RAN PAST. AND I DID *NOTHING*.
AND THAT MAN WENT ON TO TAKE A LIFE. TO THIS DAY, THAT *HAUNTS* ME. IT'S WHY I DO WHAT I DO.
SO I *BEG* OF YOU, *DO SOMETHING*. EXERCISE YOUR RESPONSIBILITY. HELP ME STOP THIS THIEF.

HE'S RIGHT, WE SHOULD--
SHUT UP! IF I *WERE* THE HOBGOBLIN, YOU'D ALL BE...
WHAT, PHIL?! WE'D ALL BE *WHAT?!*
THIS IS GETTING UGLY. GET HIM INTO AN OFFICE.
AWAY FROM EVERYONE. AND AWAY FROM THE WINDOWS.
ROBBIE, *WE* NEED TO CONTROL THIS. CALL IT IN. WE HAVE *NOTHING* TO HIDE.
NOT *NOW* WE DON'T. LOOK OUTSIDE.
WHAT? ALL RIGHT. WHO DID IT?! WHICH ONE OF YOU--
THAT'S NOT IMPORTANT NOW. WE HAVE TO--
STOP.
BIG PICTURE.
PHIL, YOU'RE THE ONE WHO KEPT GETTING HOBGOBLIN *EXCLUSIVES.* HOW?
I--I'VE KNOWN THERE WAS A CONNECTION. I JUST CHOSE NOT TO SEE IT. BUT NOW...
...THIS IS YOUR *ONE* CHANCE TO COME CLEAN TO ME...
LOOK, IT'S HIM!
"...HOW DID YOU DO IT, PHIL? *TELL ME.*"
WEEOOOWEEOOOWEEOOO
POLICE
NYP
POLICE
HOW? HEH HEH HEH.
YOU *REEEALLY* WANNA KNOW, HUH? HUH HUH HUH.
HE'S AT THE BUGLE.

IT'S ON THE POLICE SCANNERS.
AND THE FAINT SIGNALS FROM MY NANO-TRACERS CONFIRM IT.
SPIDER-PATROL UNITS, SOUND OFF! WHO'S CLOSEST?
THIS IS SPIDER-PATROL 3, AT THE CORNER OF 23RD AND BROADWAY.
WE'RE SPREAD OUT, BUT WE CAN BE THERE IN--
"NO. GO NOW. I WANT THE HEAVY MACHINERY ON THE GROUND...
"...I DON'T CARE IF WE'RE SHORT A FEW MEN."
HEY! WAIT FOR--
MMPPH--
"ONLY ONE THING MATTERS. GETTING URICH...

"...WHILE HE'S BOXED IN."
PHIL, CALM DOWN. EVERYTHING'S GOING TO BE OKAY...
SUUURE IT IS.
HA HA HA-- HOW COULDN'T IT BE?
JUST LOOK AT ME. GREAT JOB. HA HA-- HOT GIRL.
I GOT IT *ALL,* UNCLE BEN! *LIVIN' THE DREAM!*
HA HA HA!
EASY!
GREAT.
WE'RE ALL GONNA DIE NOW, AREN'T WE?
NOT TODAY, MS. WINTERS.
NOT IF *I* HAVE ANYTHING TO DO WITH IT!
SPIDER-MAN!
OH, I THINK YOU'VE DONE QUITE ENOUGH HERE TODAY, WEB-SLINGER!

WHAT?! HOW DARE YOU. I'M THE GOOD GUY HERE. THE HERO!
NO. YOU'RE THE LUNATIC WHO CREATED THIS SITUATION--
--WHO TURNED IT INTO A PRESSURE COOKER AND SHOOK IT UP!
AND FOR ALL WE KNOW, THIS BOY STILL MIGHT BE INNOCENT. WHERE'S YOUR PROOF?
UNBELIEVABLE. THE DAILY BUGLE IS ASKING ME TO PROVE SOMEONE'S A MENACE.
YOU DO SEE THE IRONY HERE, DON'T YOU?
FINE. TWENTY MINUTES AGO, I USED...
...THESE TO INJECT MY NANO-SPIDER TRACERS INTO HOBGOBLIN.
GUESS WHERE THE SIGNAL'S COMING FROM NOW?
HA HA! HERE, SPIDEY...
...LET ME HEH HEH HELP YOU!
VISUAL AID!
FWASHH
AND WHAT BETTER WAY TO SHOW YOU, THAN WITH A DEMONSTRATION?
LET'S SEE...NOTHING SAYS "GOBLIN" LIKE A DEAD BLONDE!

...OUTSIDE THE DAILY BUGLE WHERE SUSPECTED SUPER VILLAIN PHIL URICH...
...HAS TAKEN A HOSTAGE AT KNIFEPOINT.
LIVE
IDENTITY REVEALE
THAT'S IT. YOU'RE DONE, GOBBY!
AND TO THINK, WITH THE PUSH OF A BUTTON I COULD LEAVE YOU DEFENSELESS. AGAIN!
BUT NO. YOU KEEP YOUR TOYS. 'CAUSE THERE'S NO WAY THIS DOESN'T END IN A BLOODY SHOOTOUT.
The secret lab of Tiberius Stone.
GET RID OF THE HOBGOBLIN: CHECK.
NOW WHO'S NEXT ON MY LIST...?
TO DO LIST!
• GET RID OF THE HOBGOBLIN
• RUIN HORIZON
• END EMPIRE
LIVE
--NEWS 4 IS READY TO GO ON RECORD AND CONFIRM THAT PHIL URICH IS THE HOBGOBLIN.
URICH WAS "OUTTED" EARLIER BY SPIDER-MAN WHEN--
BREAKING NEWS
HOBGOBLIN UNMASKED
NEWS 4
THIS SAME PRACTICE WAS USED NOT LONG AGO BY THEN-BUGLE PHOTOGRAPHER PETER PARKER...
...TO EXPOSE THE CRIMINAL ACTIONS OF NORMAN OSBORN...
...STILL A SUBJECT OF MUCH DEBATE, DESPITE THE RESOLUTION OF THE SUPERHUMAN CIVIL WAR.
ARE COSTUMED INDIVIDUALS ENTITLED TO "SECRET IDENTITIES"?
UN10 N
PHIL URICH POINTED AS
AND RECENTLY, THE VIGILANTE KNOWN AS THE WRAITH USED A SIMILAR TECHNIQUE...
...TO PUBLICLY OUT PHILANTHROPIST MARTIN LI AS MR. NEGATIVE.
AND TO THAT I SAY, WHY DOES SHE WEAR A MASK THEN?! WHAT IS SHE HIDING?
LIVE
ZNN

A side street in Midtown.
AWAY FROM PRYING EYES.
YOU WORK FOR THE SPIDER. YOU'RE ONE OF HIS SOLDIERS!
HOW CAN HE AFFORD AN *ARMY?!*
WHAT BLOOD MONEY IS HE PAYING YOU WITH?! *TALK!*
"BLOOD MONEY?" WHAT'RE YOU TALKIN' ABOUT?
I'M JUST A HIRED GUN. IT'S ALL LEGIT. EVERYTHING'S ABOVEBOARD. ***HONEST!* I *SWEAR!***
IS HE TELLING THE TRUTH?
ACCORDING TO THE POLYGRAPH SENSORS IN MY TENDRILS? YES.
AND MY FACE RECOGNITION LENSES AREN'T GETTING A HIT.
THIS MAN HAS **NO** CRIMINAL RECORD. AT LEAST ON FILE.
MAYBE YOU COULD UP THE FEAR GAS?

WHAT GOOD WOULD THAT DO? OTHER THAN MAKING ME FEEL MORE LIKE A CREEP?
ALL RIGHT. NEW IDEA.
CAN YOU GET ME THIS GUY'S BANK ACCOUNT NUMBER?
Prospect Heights, Brooklyn.
THE APARTMENT OF OFFICER CARLIE COOPER.
WHOA. THAT WAS FAST. OKAY...
...LET'S SEE WHERE THIS TAKES US.
HEY...WHAT DOES A GHOST NEED WITH MY CHECKING ACCOUNT?
QUIET, YOU!
WELL? DID THAT DO IT? DO WE HAVE OUR SMOKING GUN?
ALMOST. LOTTA SMOKE. NO GUN.
YET.
WHAT WE DO HAVE IS A LEAD ON A VERY LARGE OFFSHORE ACCOUNT.
THAT DOESN'T PROVE ANYTHING.
YES, IT DOES. I KNOW THE REAL SPIDEY.
HE CAN BARELY BALANCE A CHECKBOOK, LET ALONE A SECRET TRUST.
HOW DO YOU FEEL ABOUT A TRIP TO THE CAYMANS?
WE STICK TO THE PLAN. FOLLOW THE MONEY.
AND THEN WE CAN UNMASK THIS "SUPERIOR" SPIDER-MAN AND LET PEOPLE SEE...

"...WHO THEY'RE *REALLY* DEALING WITH!"
UNH--
URICH, YOU TOTAL *@%$!
YOU DRINK MY LAST BEER, MAKE ME WATCH EXPENDABLES 2, AND NOW *THIS?*
WE ARE *SO* DONE!
WAK
EXCELLENT WORK, MS. WINTERS!
THINK I CAN TAKE IT FROM--
UH! OUT OF MY WAY, YOU SENSELESS CATTLE!
I'M TRYING TO SAVE YOU!
REALLY?
HA HA HA!
THEN *THAT'S* HOW I WIN!
HAHAHAHAHAHAHAHAHAHAHAHAHA
THAT'S HOW I GET THE *LAST LAUGH!*
YOU MAY BE SAFE FROM MY *SONIC SCREAM,* BUG--
--BUT ALL THESE *"CATTLE"* ARE *DEAD MEAT!*

ARRGH!
UNCLE BEN...
SHOW'S OVER, URICH.
IN FACT, I'D SAY YOU "BOMBED."
DEET
SUBDERMAL NANO-TRACERS...
...DETONATE!
GYAHH!
POK
POK
PAK
PAK
POK

SPARE ME, CHILD.
THOSE MICRO-EXPLOSIVES SERVE MORE TO SHOCK THAN HARM.
NO, THE *REAL* PAIN THAT AWAITS YOU...
KRSH
...LIES OUTSIDE!
IT'S *URICH!*
WE HAVE VISUAL!
NO!
IT--IT REALLY IS...
...EVERYWHERE.
MY GOD. IT'S HIM.
URICH!
SALE
SALE
THAT'S YOUR REWARD, HOBGOBLIN. FAME. OR INFAMY. TAKE YOUR PICK.
BUT FROM NOW ON, *EVERYONE* KNOWS YOU FOR WHO AND WHAT YOU ARE.

LIVE
SPECIAL REPORT | HOBGOBLIN
WHO IS PHIL URICH?
...WE USED TO BE IN A SUPPORT GROUP FOR FORMER TEEN HEROES.
AND, SURE, PHIL WAS PRETTY MESSED UP.
ENOUGH TO GO FULL ON SUPER VILLAIN? YEAH. WE ALL SAW IT COMING...
LIVE
...FOR A TIME URICH TRIED HIS HAND AT BEING A HEROIC VERSION OF THE GREEN GOBLIN...
...WHICH MAKES THIS VERY PUBLIC FALL FROM GRACE ALL THE MORE TRAGIC...
MARLA RODRIGUEZ
NEW Details
HOBGOBLIN REVEALED
t2
The Goblin Underground.
SILLY WALL-CRAWLER. YOU HAD HIS SECRET ALL TO YOURSELF...
...AND YOU TURNED THAT CARD OVER. PATHETIC.
IT'S ALMOST LIKE YOU DON'T KNOW HOW THIS GAME IS PLAYED ANYMORE.
STILL...THAT BOY GETS UNDER YOUR SKIN, DOESN'T HE? I CAN USE THAT.
MENACE?
BE A DEAR, AND BRING MR. URICH TO ME.
WHY ME, MY LORD?
WITH THE DAY HE'S BEEN HAVING...
...HOW COULD HE SAY "NO" TO SUCH A PRETTY FACE? HA HA!

YOUR MOVE, URICH.
YOU'RE SURROUNDED. WITH MORE POLICE ON THE WAY.
ARMORED MECH UNITS AT EACH INTERSECTION.
LOCAL AND NATIONAL NEWS RECORDING YOUR EVERY MOVE.
AND WITH MY MEN IN THE CROWD...
...THERE WILL BE NO MORE HOSTAGE ATTEMPTS.
SO, WHAT WILL YOU DO NOW?
SMART MOVE.
OF COURSE, THERE'S THE MATTER...
...OF YOUR SONIC SCREAM.
WHAT IF YOU TRIED THAT AGAIN?
PEOPLE COULD GET HURT.
IF ONLY THERE WAS A WAY OF STOPPING IT...
...FROM EVER LEAVING YOUR THROAT.

ZEE ZEE ZEE
PRIORITY AVENGERS CALL FROM CAPTAIN AMERICA.
WHAT IS IT?! I'M IN THE MIDDLE OF SOMETHING HERE.
SAME WITH US, SPIDER-MAN. FIGHTING LAVA MEN IN BORNEO.
YES? WELL I HAVE THE HOBGOBLIN IN MANHATTAN--
WE HEARD. AND YOU'RE USING AN ARMY. AND GIANT ROBOTS. *AGAIN?*
NEED I REMIND YOU, AVENGER, YOU ARE CURRENTLY ON PROBATION?
EVERYTHING YOU'VE BEEN DOING LATELY? WE NEED TO TALK.
YES. WE DO.
SHHH
GENTLEMEN, I THINK WE'RE DONE HERE.

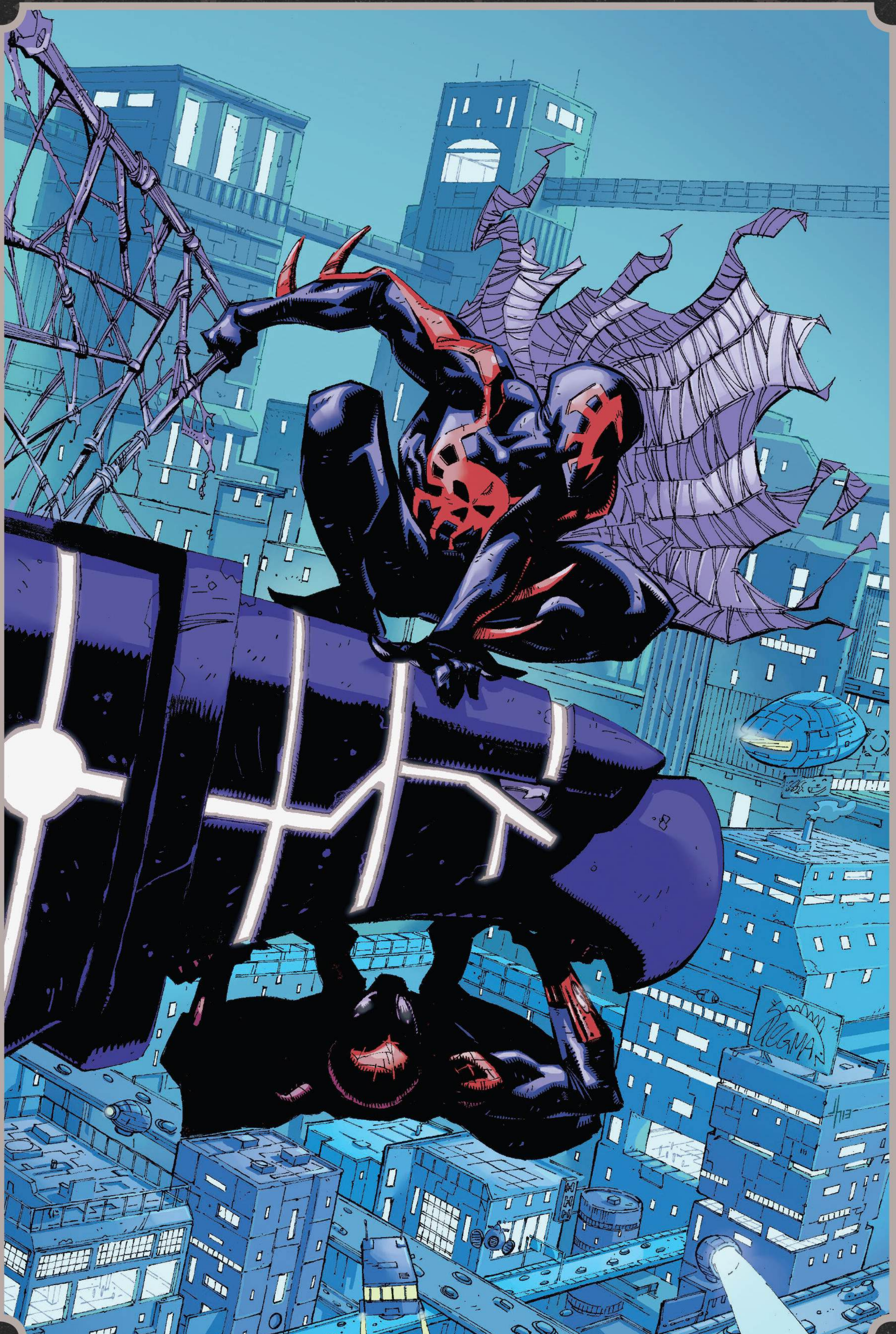
SPIDER-MAN! OVER HERE! NEWS 9.
--CONFIRM THAT *IS* THE HOBGOBLIN?
YOU CUT INTO ALL THE AIRWAVES--?
--HAVE A SPIDER-ARMY NOW?
ANY COMMENT, SPIDEY?
PEOPLE OF NEW YORK, I ONLY HAVE THIS TO SAY...
...THANK YOU!
THANKS TO *YOUR* VIGILANCE, WE WERE ABLE TO CAPTURE THIS KNOWN FELON.
TODAY, *YOU* WERE MY SPIDER-ARMY.
COURTESY PROFESSIONAL RESPECT
"*YOU* HELPED ME BRING THIS TO A CLOSE...
"...QUICKLY, EFFICIENTLY, AND WITH NO LOSS OF LIFE.
"BY WORKING *TOGETHER*, WE CAN DO *GREAT* THINGS.
"THANKS TO *ALL* OF US...
"...THIS MAN'S CRIMINAL LIFE IS *OVER*."

...AND PHIL URICH, NEPHEW TO STAR REPORTER BEN URICH. TURNS OUT TO BE ANOTHER...
...IN A LONG LINE OF DAILY BUGLE EMPLOYEES...
...LEADING A SECRET LIFE AS A COSTUMED CRIMINAL.
THE BIG MAN, THE ROSE, AND NOW A POSSIBLE SECOND HOBGOBLIN?
WHAT KIND OF SUPER VILLAIN FACTORY IS JOE ROBERTSON RUNNING OVER THERE?
BREAKING NEWS
SECOND HOBGOBLIN? WHO WAS THE FIRST?
THEY'RE COUNTING NED LEEDS.
BUT NED WASN'T...
DOES IT MATTER?
I GUESS NOT.
ROBBIE, YOU OKAY?
EVERYONE, TAKE A LONG LUNCH. BUT WHEN YOU GET BACK, WE GOT A PAPER TO PUT OUT.
NOTHING CHANGES THAT. EVER.
BEN. NORAH. STAY HERE. WE HAVE TO TALK.
BEN, YOU'RE TOO VISIBLE ON THIS ONE. I'M SURE THIS IS THE LAST THING ON YOUR MIND, BUT--
YOU HAVE TO SIDELINE ME FOR A WHILE. I UNDERSTAND.
NOTHING PERMANENT. I PROMISE.
NORAH...
WHAT? BACK TO COMMUNITY EVENTS?
NO. I HAVE TO LET YOU GO. YOU AND PHIL, YOU WEREN'T JUST A COUPLE...
...YOU WERE A TEAM. YOU WERE FEEDING ME FRONT PAGE HOBGOBLIN STORIES. ONE AFTER THE OTHER.
BUT MY OTHER WORK-- DAMN IT, ROBBIE. I'M GOOD!
YOU WERE, KID. SORRY, BUT IT'S OVER NOW.

En route to New Jersey.
HOLLAND TUNNEL
POLICE
POLICE
NYPD
...JUST SAYING IT WAS EASIER WHEN WE JUST DROPPED 'EM OFF AT THE RAFT.
THAT'S THE POINT. WAS ALSO EASIER FOR ALL THE SUPER-FREAKS WHO'D BREAK OUT.
ONE QUICK SWIM. BAM. THEY'D BE BACK IN THE CITY.
YEAH? WELL NOW WE'RE ON THE ROAD LONGER WITH THAT LUNATIC IN THE BACK.
HE'S IN ADAMANTIUM SHACKLES, ROY. HE AIN'T BUSTIN' OU--
CHAKOOOM
TUNNEL
HUH? GUYS? WHAT'S GOIN'--
RRRUNCH
AHH! WHAT'RE YOU DOING?!
INSTALLING A SUNROOF. WHAT DO YOU THINK I'M DOING?
I'M HERE FOR YOU, PHIL URICH.
OH GOD... YOU'RE FROM KINGSLEY?! TELL 'IM I'LL GET 'IM HIS MONEY! SOMEHOW! I'LL--
KINGSLEY?! HA! KID, THIS'S YOUR LUCKY DAY. YOU'RE MOVING UP TO THE BIG LEAGUES.

YOU'RE TAKING ME TO SEE THE GOBLIN?
THE **REAL** GREEN GOBLIN?
NORMAN OSBORN HIMSELF?
WAIT HERE.
UM. WAS THAT A YES OR A NO?
I'LL SEEK AN AUDIENCE. TOUCH NOTHING.
MAYOR JAMESON!
IS IT TRUE BEN URICH IS A CLOSE PERSONAL FRIEND OF YOURS?
I--I HAVE NO COMMENT AT THIS TIME.
BREAKING NEWS
WHAT ABOUT THE EASE OF PHIL URICH'S ESCAPE?
NO COMMENT.
DO YOU THINK THIS WOULD HAVE HAPPENED IF YOU LEFT THE RAFT OPEN?
I SAID "**NO COMMENT**," YOU VENOMOUS VULTURES!
SPIDER-MAN HAD THIS TO ADD.
LIVE
NEWS
*HOW PATHETIC! I PRACTICALLY **GIFT WRAPPED** THE HOBGOBLIN FOR THE POLICE!*
*WHAT **MORE** COULD I HAVE DONE?! STILL, HAVE NO FEAR. URICH IS A **MINOR** THREAT AT BEST.*
IT WON'T TAKE ME LONG TO FIND HIM AND PUT HIM IN HIS PLACE.
THE GOBLIN KING WILL SEE YOU NOW.
FINE. TAKE ME TO HIM.
NOT DRESSED LIKE **THAT** I WON'T.
HERE.

"WE WANT YOU TO GRASP THIS...
"...THESE CLOTHES, THIS ARMOR, THAT MASK...
"...THIS IS YOUR WORLD NOW. PHIL URICH'S LIFE IS OVER.
"THIS *NEW* IDENTITY, THE ONE THAT WE ARE GIVING YOU...
"...THAT IS ALL YOU HAVE ANYMORE. AND WHAT WILL *YOU* OFFER IN RETURN?"
THE SPIDER. I WILL GIVE YOU THE SPIDER.
GOOD ANSWER, BOY.
NOW RISE. RISE OUT OF KINGSLEY'S SHADOW. AND *BASK* IN OURS.
THE HOBGOBLIN IS DEAD. RISE, MY
GOBLIN KNIGHT!



SUPERIOR *Spider-Man #17* "RUNNING OUT OF TIME"

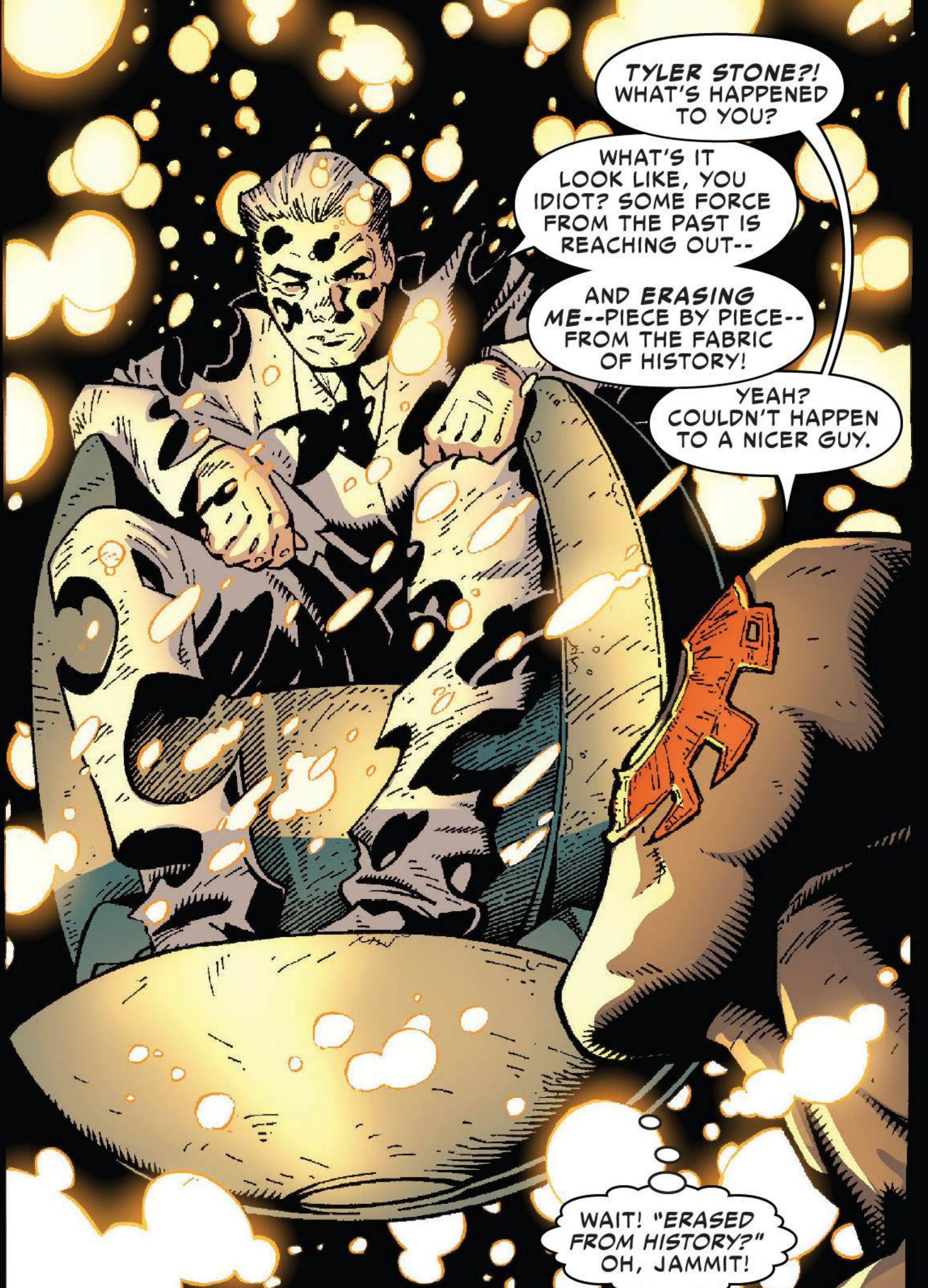
Nueva York, 2099.
ATTENTION CITIZENS, UNDER THE AUTHORITY OF THE *PUBLIC EYE*...
...YOU WILL VACATE THE AREA AROUND ALCHEMAX CORPORATE HEADQUARTERS *IMMEDIATELY.*
THAT'S NOT A REQUEST. IT'S A DIRECT ORDER.
IF YOU'RE WITHIN A FIVE BLOCK RADIUS YOUR CREDITS WILL BE DOCKED.
WHAT THE SHOCK IS THIS?!
HAVE A NICE DAY.
Candy
BLADE 96
OLIVE
SON OF A GLITCH. WHAT'S *ALCHEMAX* DONE NOW?
EXCUSE ME.
LOOKS LIKE THIS IS MY STOP.
STOP? WHAT'RE YOU TALKING ABOUT?
WE'RE ON A MAG-LEV GOIN' A GAZILLION MILES AN HOUR.
THERE'S NO--
HEY...
"...WHERE'D HE GO?"
ANOTHER DAY, AND ANOTHER OUTFIT FROM MIGUEL O'HARA'S WARDROBE GETS *"DONATED"* TO SOME LUCKY DOWNTOWNER.
AT THE RATE I'M GOING, I'LL BE NAKED BY THE END OF NEXT WEEK.
IF THERE *IS* A NEXT WEEK.
MY ENHANCED VISION'S PICKING UP POWERFUL ENERGY WAVES *BURSTING* OUT OF ALCHEMAX TOWER...
...AND SPREADING FAST. THIS IS *NOT* GOOD. I'VE SEEN THIS BEFORE...

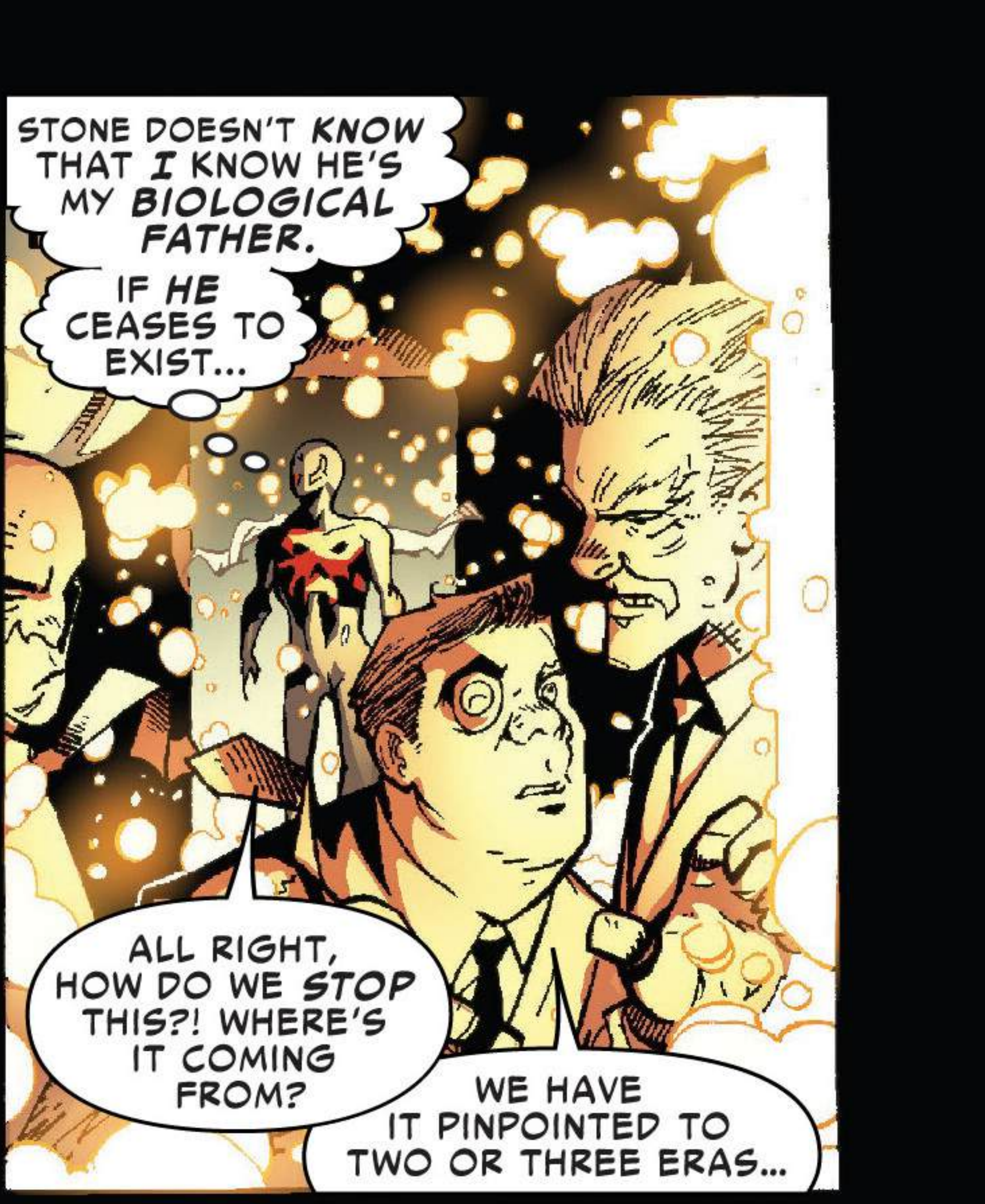
...TEMPORAL ENERGY DISTORTIONS.
TIME ITSELF IS BEING *TORN APART!*
OUT OF THE WAY, FLYBOYS! I GOT THIS.
JAMMIT! DIDN'T YOU HEAR?! NO CIVILIANS PAST THIS--
SPIDER-MAN!
THE ONE AND ONLY.
MOVE ALONG. THERE'S NOTHING TO SEE HERE.
SURE. OUTSIDE OF THE WORLD WAR ONE BIPLANES...
...AND THE *DINOSAUR.*
ALCH
UN-SHOCKING-BELIEVABLE.
WRARR

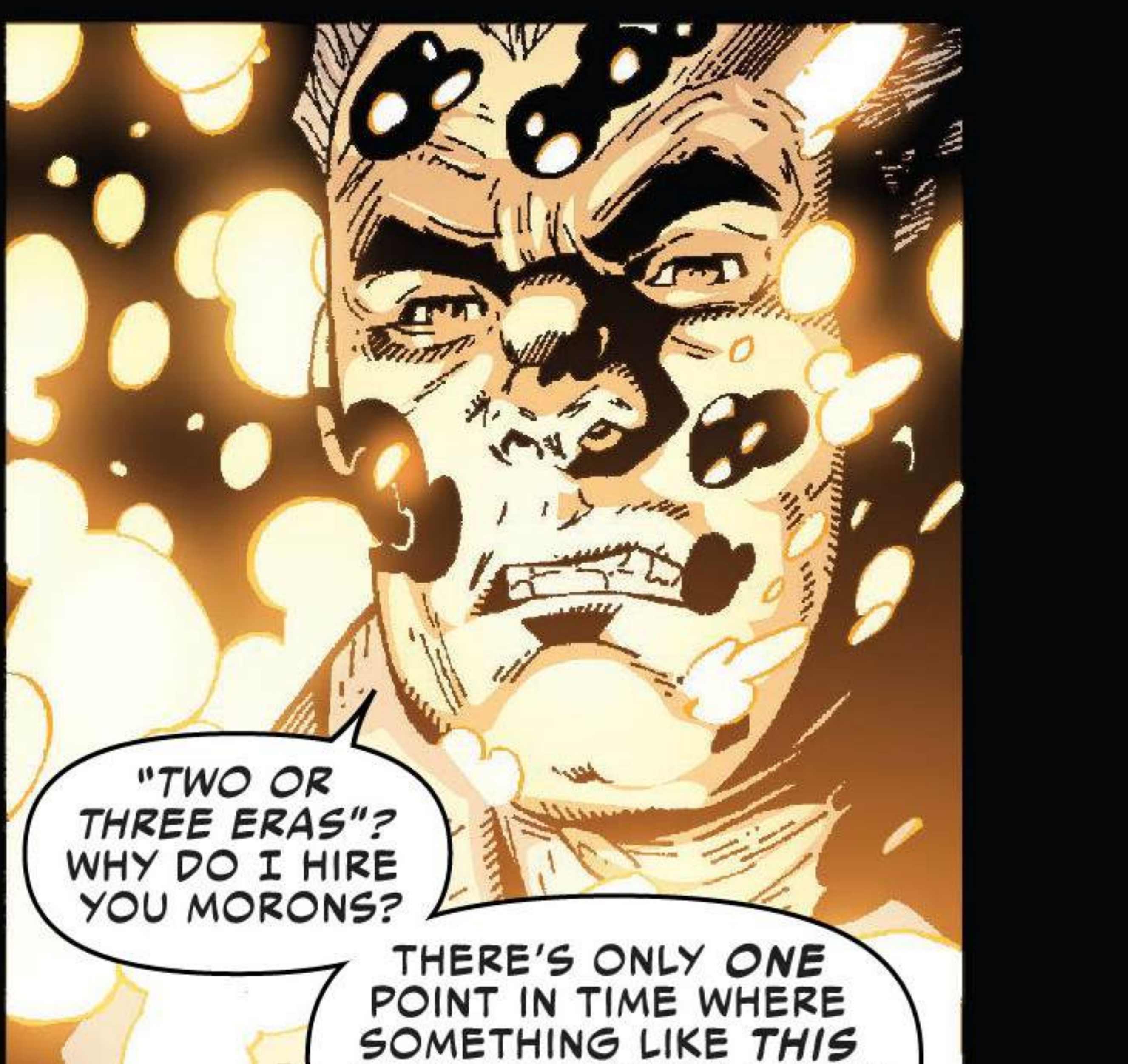
YOU HAVE *NO* AUTHORITY HERE! NOW LEAVE THIS ZONE BEFORE WE--
WHAT?! STOP ME FROM *SAVING* YOU?!
DO ME A FAVOR AND *SHUT UP.*
I'LL DEAL WITH THE GIANT LIZARD. MAKE YOURSELF USEFUL...
...AND TAKE OUT THE ANTIQUE FLYING MACHINES.
THINK YOU CAN HANDLE THAT?
SO WE'RE TAKING ORDERS FROM *HIM* NOW?
IF YOU'RE SMART. JAM RIGHT!
KNOW WHY? BECAUSE I'M *NOT* ALCHEMAX!
KCHOOM
'CAUSE I'M NOT SOME EVIL, MINDLESS MEGACORP...
...THAT CRATERS EVERYTHING IT TOUCHES!
SKRAWR

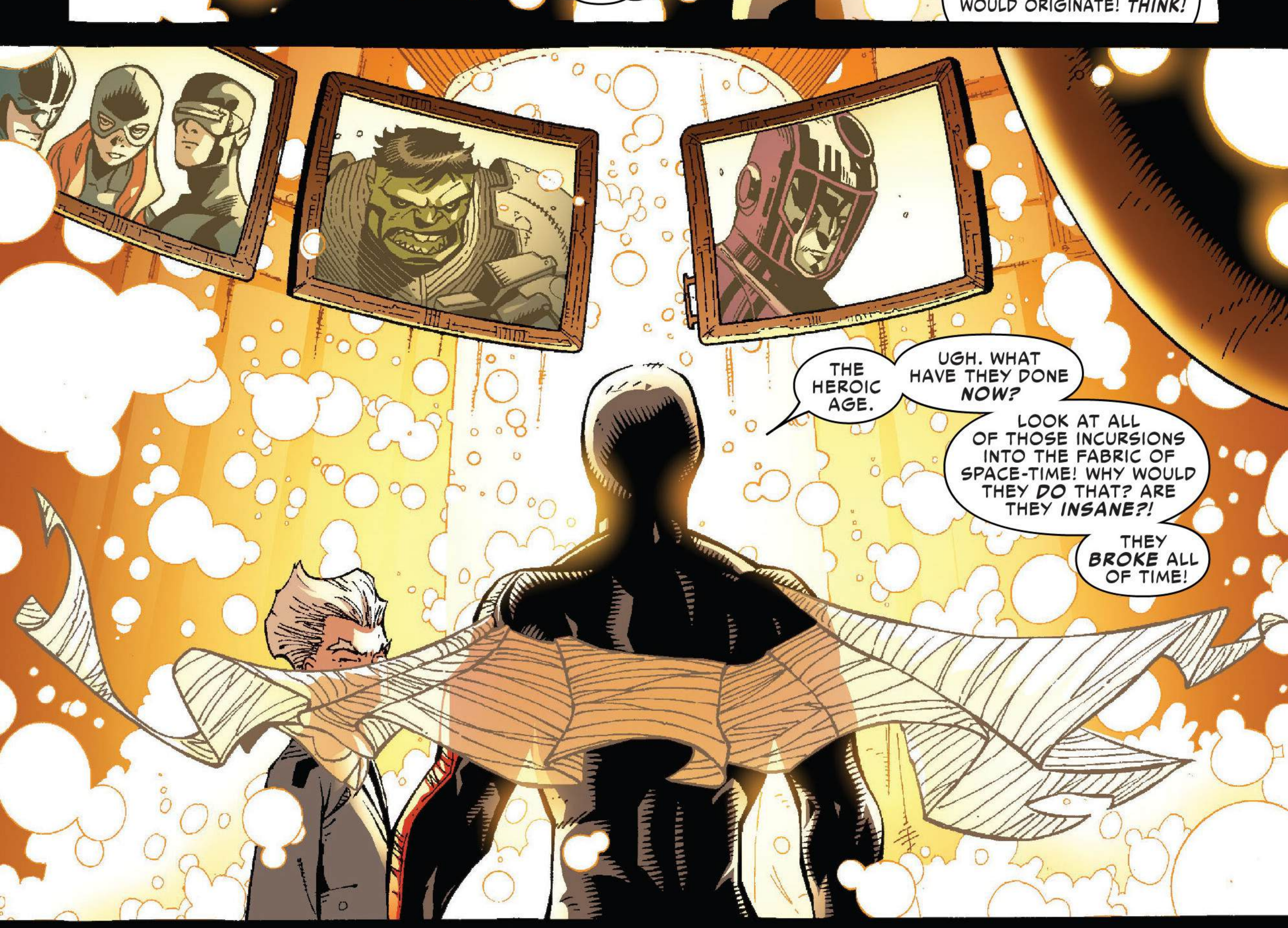
HMM.
THOUGHT THAT MIGHT HAPPEN.
HOW--?
HOW DID YOU DO THAT? THEY'RE FADING AWAY.
NO. THEY'RE RETURNING TO WHATEVER CENTURY THEY WERE TORN FROM.
ALL OF THIS TEMPORAL ENERGY'S UNSTABLE. WE GOT OFF EASY.
NOW GET OUT OF HERE! NEXT TIME, YOU MIGHT NOT BE SO LUCKY.
BUT I-- UM--I HAVE TO TAKE YOU IN.
TO ALCHEMAX?
DON'T WORRY, FLYBOY. I'M GOING *IN*!
I'M SHUTTING THIS THING DOWN AT THE *SOURCE*!
AHHH
THE SOURCE OF *EVERYTHING* WRONG IN THIS WORLD!

REDCOATS NOW?!
AN INTRUDER! HOLD, SIR!
PCHEW
HAVE TO HAND IT TO THE BOYS AT ALCHEMAX.
WHEN THEY *BREAK* SOMETHING LIKE THE *TIMESTREAM,* THEY BREAK IT *GOOD.*
EVERYTHING SEEMS TO BE POURING OUT OF HERE. LET'S SEE...
I KNEW IT! YOU! BITHEADS! WHAT HAVE YOU DONE NOW?
ARE YOU TAMPERING WITH VIRTUAL UNREALITY AGAIN? OR THE FUJIKAWA TIME EXPERIMENTS? OR--
STOW IT, SPIDER-MAN. ALCHEMAX ISN'T RESPONSIBLE FOR THIS.
MY MEN ARE MOUNTING A DEFENSE TO *SAVE* OUR TIMELINE.
AND, MORE IMPORTANTLY, TO SAVE *ME!*
NO SHOCKING WAY!


TYLER STONE?! WHAT'S HAPPENED TO YOU?
WHAT'S IT LOOK LIKE, YOU IDIOT? SOME FORCE FROM THE PAST IS REACHING OUT--
AND ERASING ME--PIECE BY PIECE--FROM THE FABRIC OF HISTORY!
YEAH? COULDN'T HAPPEN TO A NICER GUY.
WAIT! "ERASED FROM HISTORY?" OH, JAMMIT!


STONE DOESN'T KNOW THAT I KNOW HE'S MY BIOLOGICAL FATHER.
IF HE CEASES TO EXIST...
ALL RIGHT, HOW DO WE STOP THIS?! WHERE'S IT COMING FROM?
WE HAVE IT PINPOINTED TO TWO OR THREE ERAS...


"TWO OR THREE ERAS"? WHY DO I HIRE YOU MORONS?
THERE'S ONLY ONE POINT IN TIME WHERE SOMETHING LIKE THIS WOULD ORIGINATE! THINK!

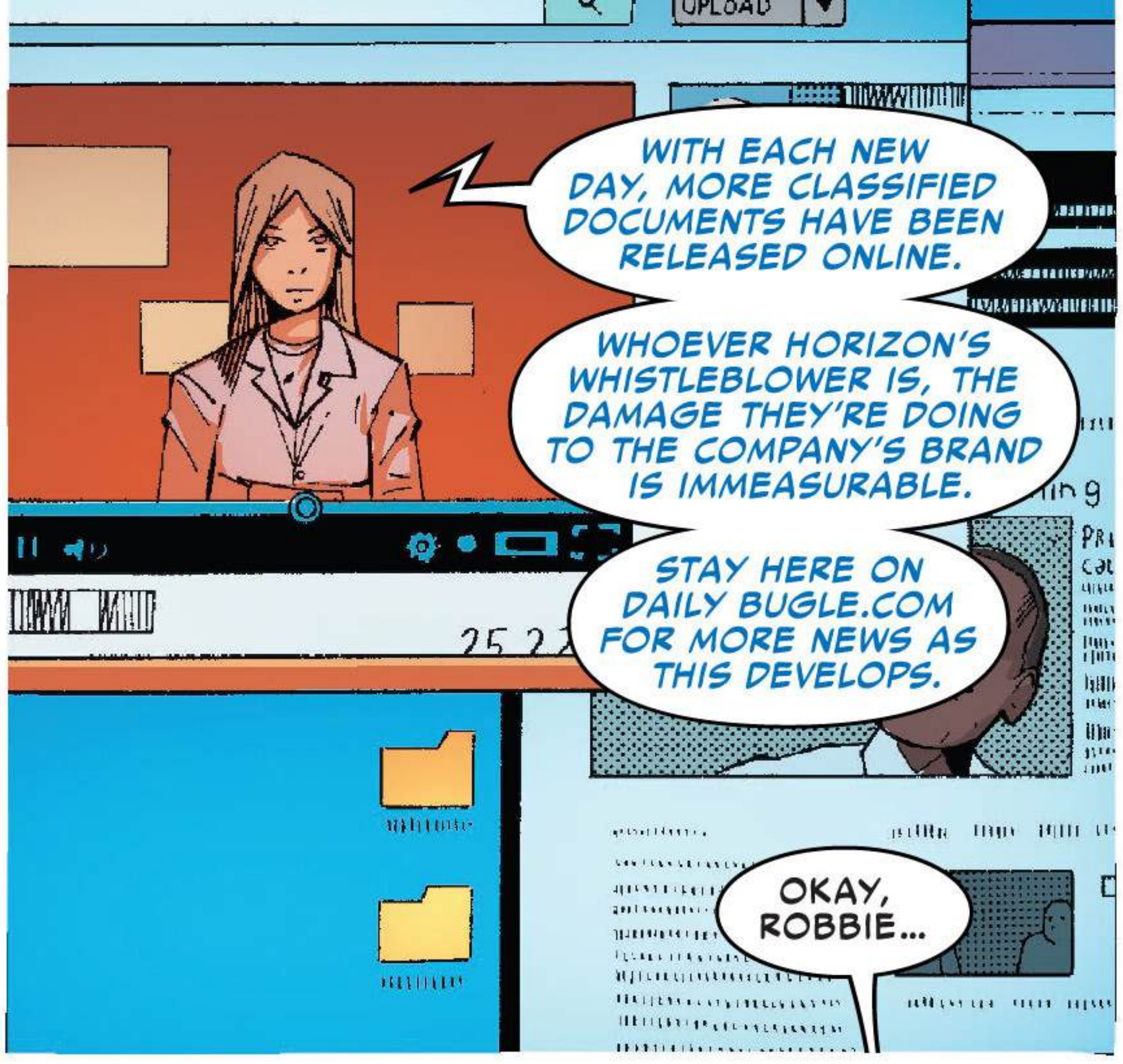

THE HEROIC AGE.
UGH. WHAT HAVE THEY DONE NOW?
LOOK AT ALL OF THOSE INCURSIONS INTO THE FABRIC OF SPACE-TIME! WHY WOULD THEY DO THAT? ARE THEY INSANE?!
THEY BROKE ALL OF TIME!

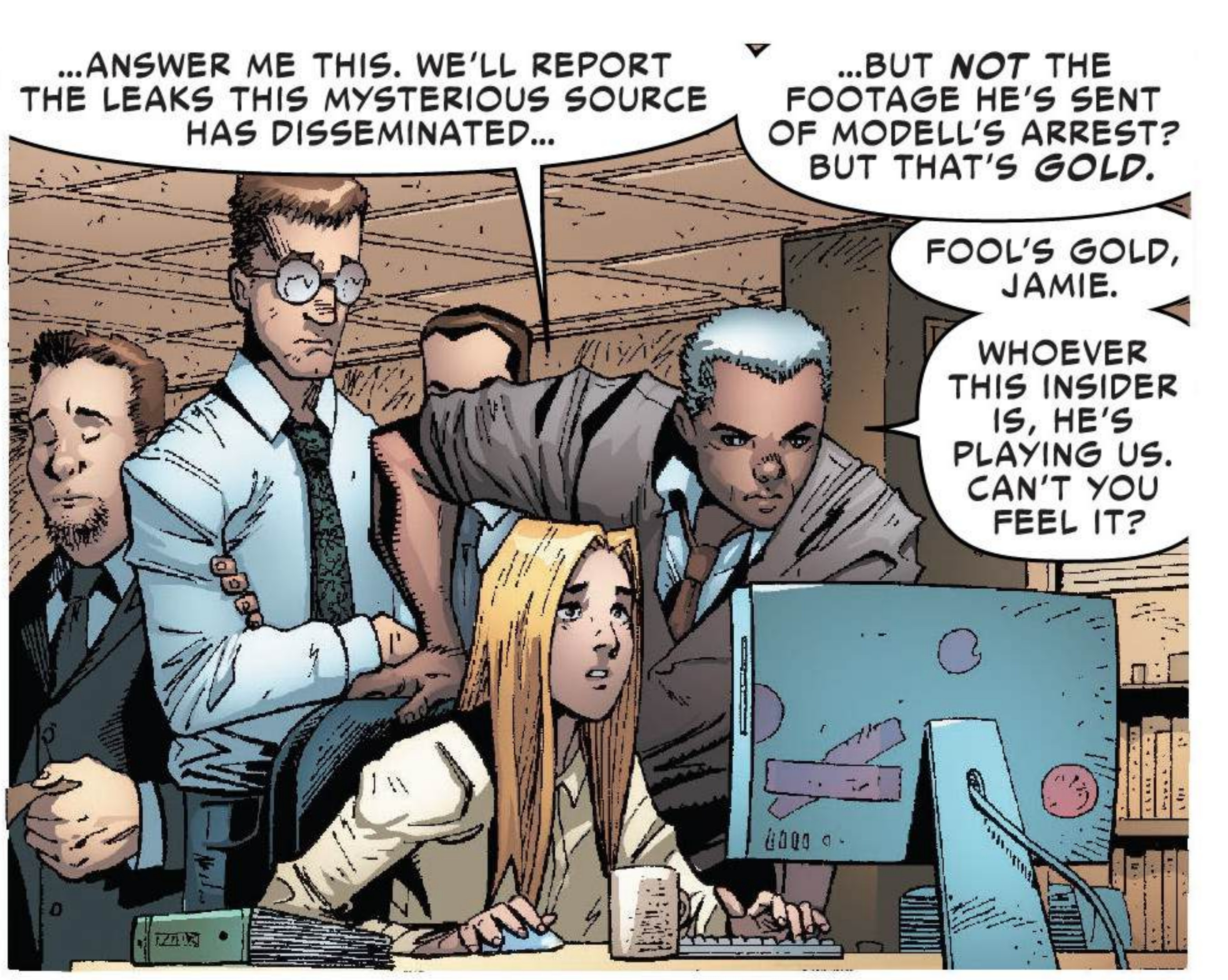
SPIDER-MAN, IF WE'VE CALIBRATED THIS CORRECTLY, WE CAN SEND SOMEONE BACK...
...AND HELP THEM TRACK DOWN THE ANOMALY THAT'S *NEGATING* MR. STONE.
WITH THIS DEVICE, WE COULD STAY IN CONTACT WITH YOU AND--
HIM?! NEVER!
THAT MAN'S MY ***WORST*** ENEMY!
YEAH. GOTTA AGREE WITH MR. SWISS CHEESE OVER HERE.
WHY SHOULD I RISK ***MY*** NECK SAVING ***HIS?***
OTHER THAN THE FACT THAT IF *"DAD"* GOES...I'M ***NEXT....***
GIMME A REASON, SPUD. AND MAKE IT A GOOD ONE.
PLEASE!
YOU JUST ***HAVE*** TO GO. THAT'S ALL THERE IS TO IT.
BECAUSE...?
IT'S DESTINY! FATE!
STILL NOT VIDDING IT.
IF YOU ***DON'T*** GO, YOU'LL CREATE A PARADOX!
WHAT MY COLLEAGUE IS TRYING TO SAY IS...
...YOU HAVE TO GO BECAUSE YOU ALREADY WENT.
WHAT?!
THE SCREEN, SPIDER-MAN. WE HAVE IT SET TO 2013.
BUT THAT'S ME. IN THE PAST. AND I'M WEARING THAT DEVICE. BUT I HAVEN'T PUT IT ON YET.
NO, YOU HAVEN'T. NOT YET.
GNN. I SHOCKING HATE TIME TRAVEL! ALL RIGHT. SO, WHAT'S SO SPECIAL ABOUT 2013?

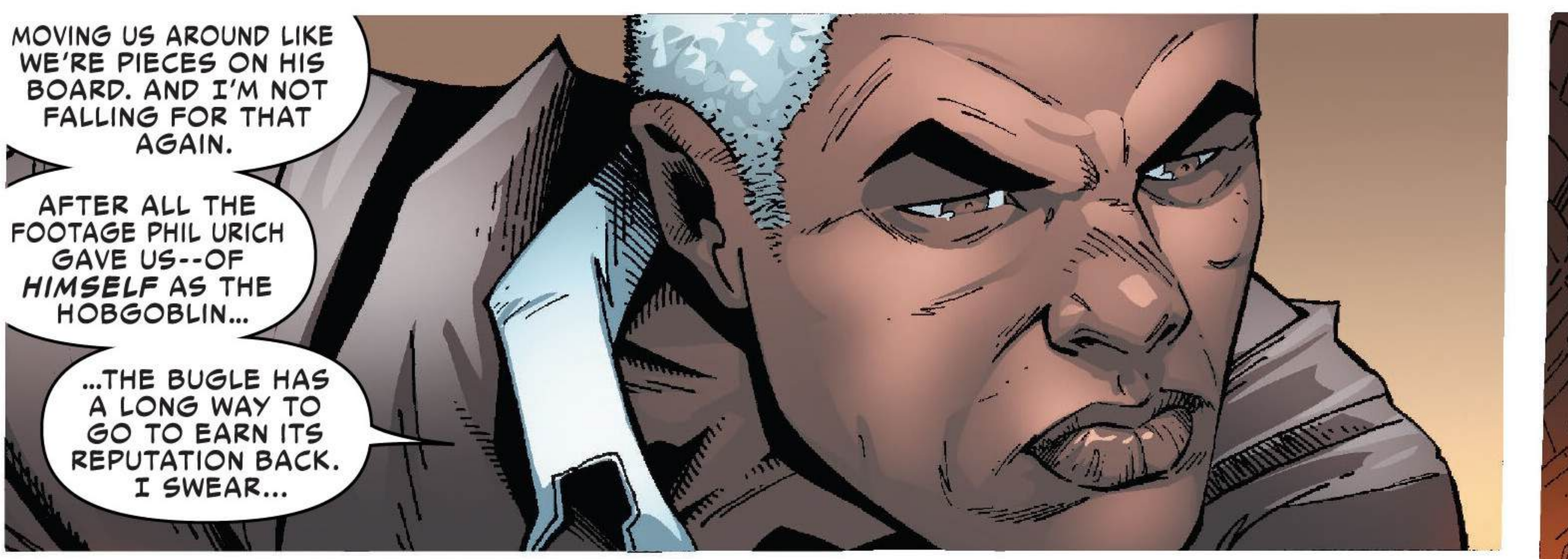
New York, 2013.
AND THE LAST AT BAT, IN HORIZON LAB'S ANNUAL SOFTBALL GAME TO *END* ALL SOFTBALL GAMES...
...FOR TEAM SPIDER...
...MR. PETER BENJAMIN PARKER! SUH-WINGGG BATTAH!
BELLA, DEAR. PITCH THE BALL.
READY, PETE?
FOR A TEST OF MY PHYSICAL PROWESS? ABSOLUTELY.
WHAT A RIP...
DUDE, FOR REAL? IT'S A COMPANY SOFTBALL GAME.
THIS YEAR THE TEAMS ARE EVERYBODY WHO GOT TURNED INTO A *SPIDER*...
...AGAINST EVERYBODY WHO GOT TURNED INTO A *LIZARD.*
AND I DIDN'T GET TURNED INTO *ANYTHING.*
OH, LIGHTEN UP, UATU. THIS IS FUN.
C'MON, PETE! SWING THAT LUMBER!
FOR YOU, *MS. MARCONI?* I SHALL KNOCK IT OUT OF THE PROVERBIAL PARK!
CENTRAL PARK!
SERIOUSLY. COMPANY. SOFTBALL. GAME.
WITH A BUNCH OF NERDS WHO WERE ALWAYS THE LAST ONES PICKED. CHILL.
I'M WELL AWARE OF THAT, OAF.
FOR IN MY PREVIOUS LIFE, AS OTTO OCTAVIUS...
I *WAS* ONE OF THOSE *"NERDS."*
BUT *NOT* TODAY.
NOT WITH *THIS* BODY.
AS *"PETER PARKER"* I AM THE *PERFECT* PHYSICAL SPECIMEN.
I CAN DO *ANYTHING.* AND *BEST* OF ALL...
KRAKK
...MY GIRL'S WATCHING FROM THE STANDS!

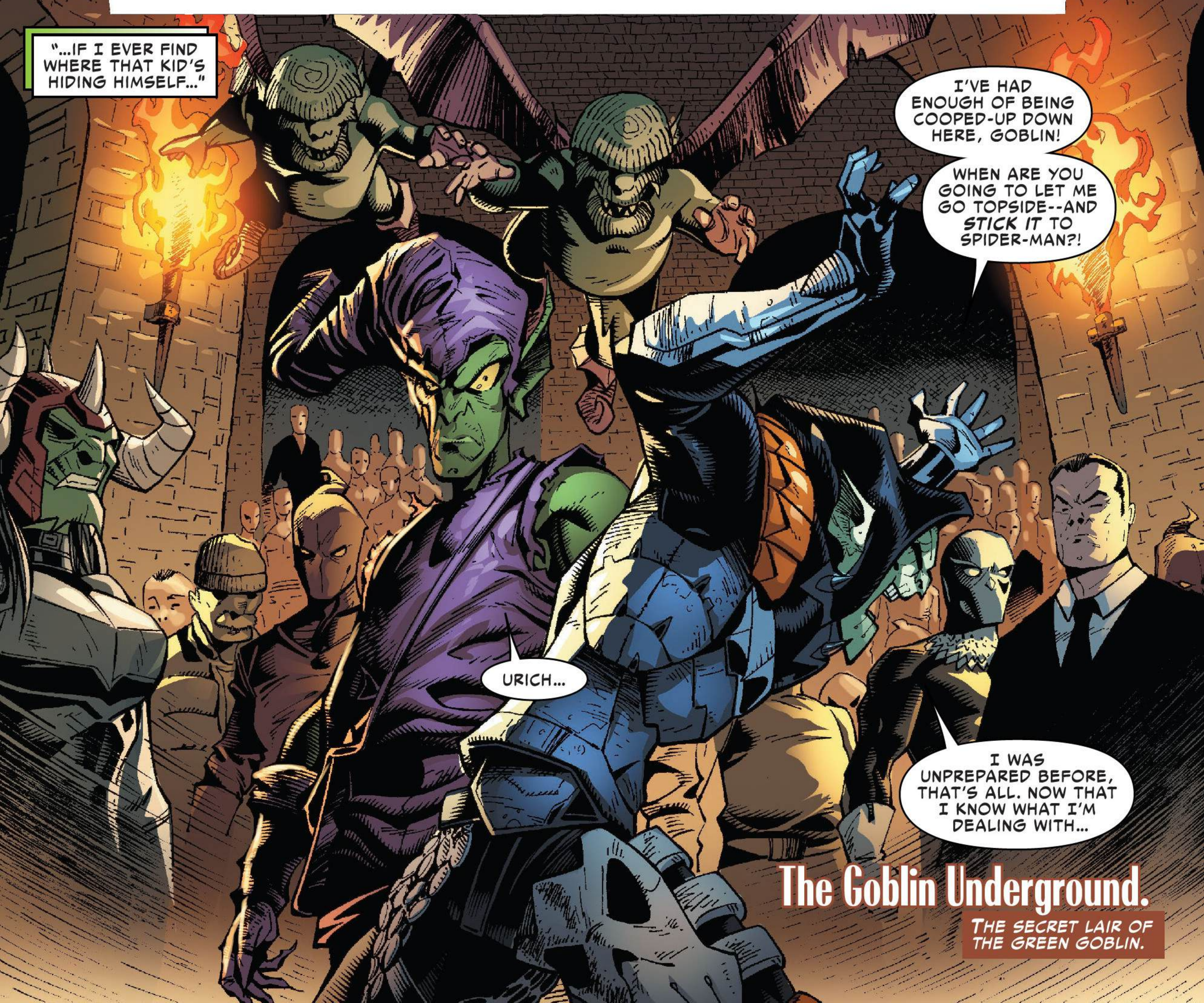
AND IT IS **OUT OF HERE!**
PARKER, YOU ARE SUCH AN ASS.
PARKER
5
10
HMM. NOT QUITE IN THE SPIRIT OF THINGS, IS IT?
AND THE CROWD GOES WILD!
GOAAAAL!
HOME RUN.
THAT TOO!
WOW. THAT IS... NOT COMING DOWN, IS IT?
HOLD UP. WHAT'S THAT?
EVERYONE STAY WHERE YOU ARE!
MAX MODELL!
MODELL
1
UM... YES?
WE REPRESENT THE FEDERAL GOVERNMENT, SIR.
AND WE HAVE SEVERAL ***WARRANTS*** FOR YOUR ARREST.

PROCUREMENT, STORING, AND CREATION OF HAZARDOUS MATERIALS.
HARBORING KNOWN FUGITIVES. HUMAN EXPERIMENTATION...
I'M WELL AWARE OF THE CHARGES, OFFICER.
WHAT IS THIS?!
PARKER 5
GENTLEMEN, I'M *HECTOR BAEZ*, THAT MAN'S LEGAL COUNSEL. MAX, DON'T SAY ANYTHING.
WE KNEW THIS WAS COMING. I'LL BE WITH YOU SHORTLY.
MAX, EXPLAIN. WHAT'S GOING ON HERE?
YOU'D **KNOW,** MR. PARKER...
...IF YOU BOTHERED TO SHOW UP TO A COMPANY MEETING ONCE IN A WHILE.
HOW COULD THIS BE? MAX MODELL'S A GOOD MAN, AN UPSTANDING CITIZEN...
...AND A GENIUS WHOSE INTELLECT ***NEARLY*** RIVALS MY OWN.
EVEN IF HE WERE TO COMMIT A CRIME, HE'D NEVER BE STUPID ENOUGH TO GET CAUGHT.
SOMETHING ELSE IS AT WORK HERE--WAIT!
RECORDING
MY *SPIDER-SENSE* IS GOING OFF.
DOESN'T FEEL LIKE IMMINENT DANGER. MORE LIKE...
...WE'RE BEING WATCHED.
THIS IS JUST THE BEGINNING, MODELL.
THE START OF A ***VERY*** LONG FALL.
IT'S WHAT YOU GET FOR CROSSING ***TIBERIUS STONE.***
"...AND WITH NEWS OF MODELL'S ARREST, STOCK PRICES FOR HORIZON LABS PLUNGE EVEN FURTHER."

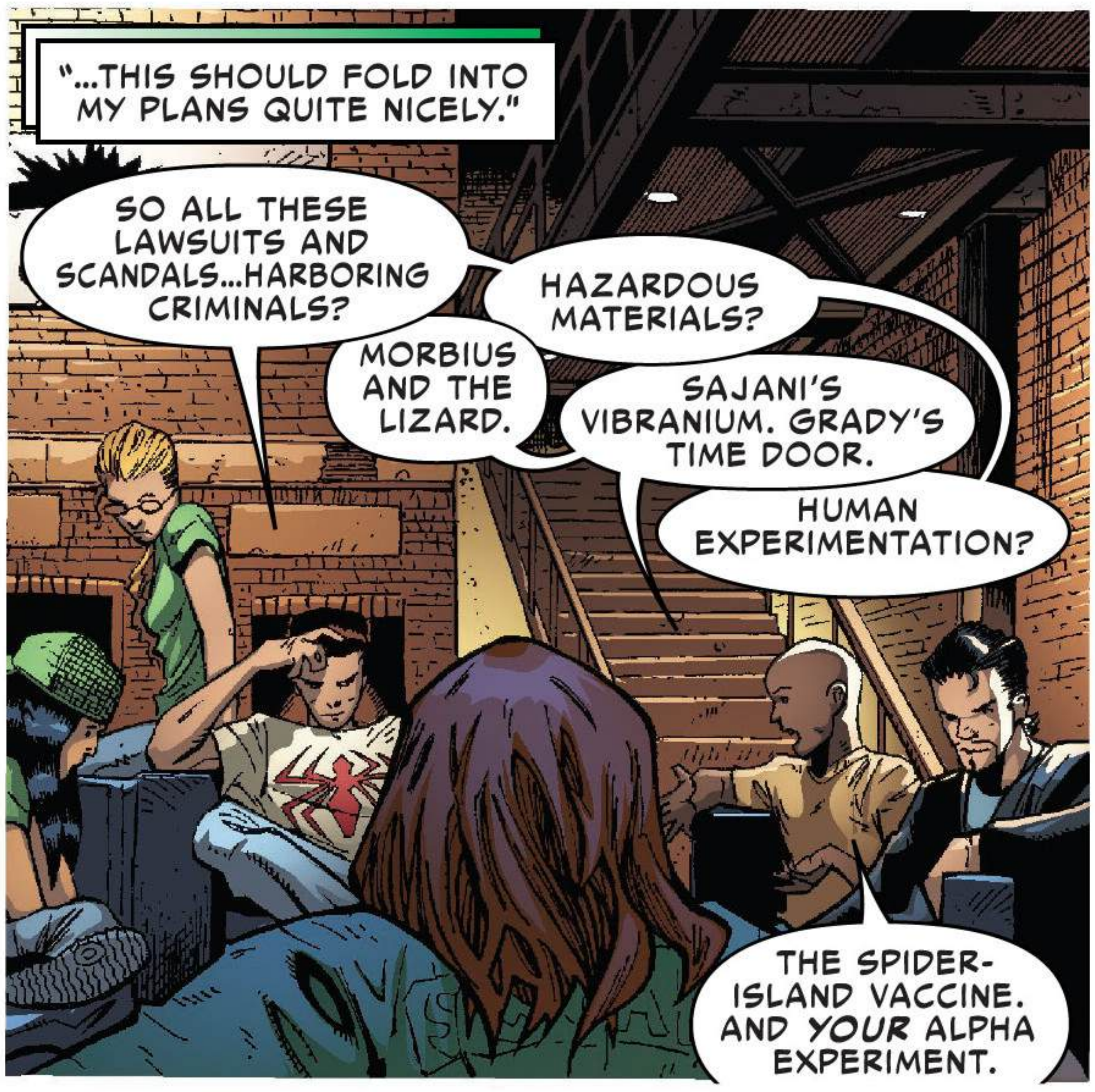

UPLOAD
WITH EACH NEW DAY, MORE CLASSIFIED DOCUMENTS HAVE BEEN RELEASED ONLINE.
WHOEVER HORIZON'S WHISTLEBLOWER IS, THE DAMAGE THEY'RE DOING TO THE COMPANY'S BRAND IS IMMEASURABLE.
STAY HERE ON DAILY BUGLE.COM FOR MORE NEWS AS THIS DEVELOPS.
OKAY, ROBBIE...

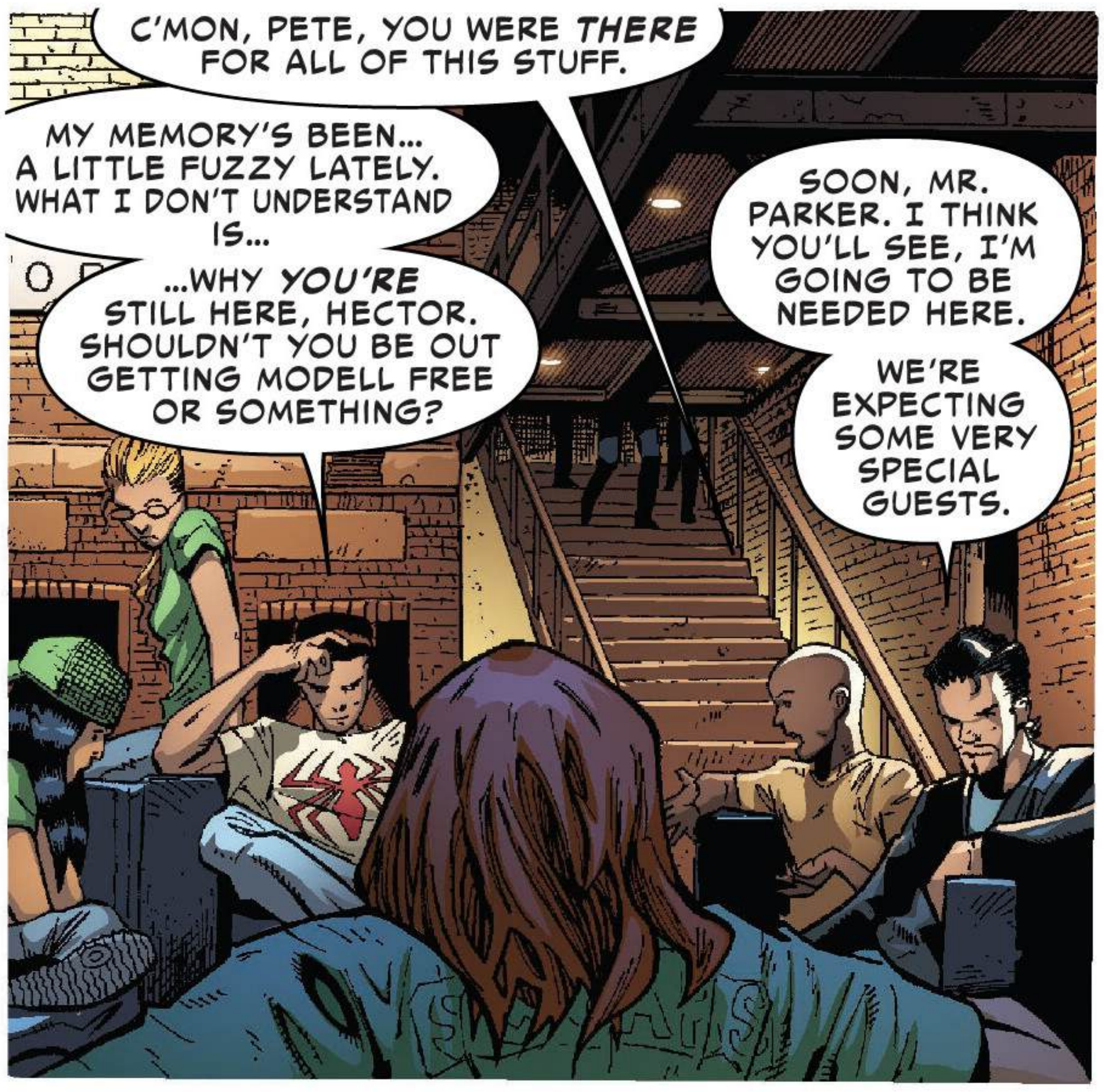

...ANSWER ME THIS. WE'LL REPORT THE LEAKS THIS MYSTERIOUS SOURCE HAS DISSEMINATED...
...BUT NOT THE FOOTAGE HE'S SENT OF MODELL'S ARREST? BUT THAT'S GOLD.
FOOL'S GOLD, JAMIE.
WHOEVER THIS INSIDER IS, HE'S PLAYING US. CAN'T YOU FEEL IT?

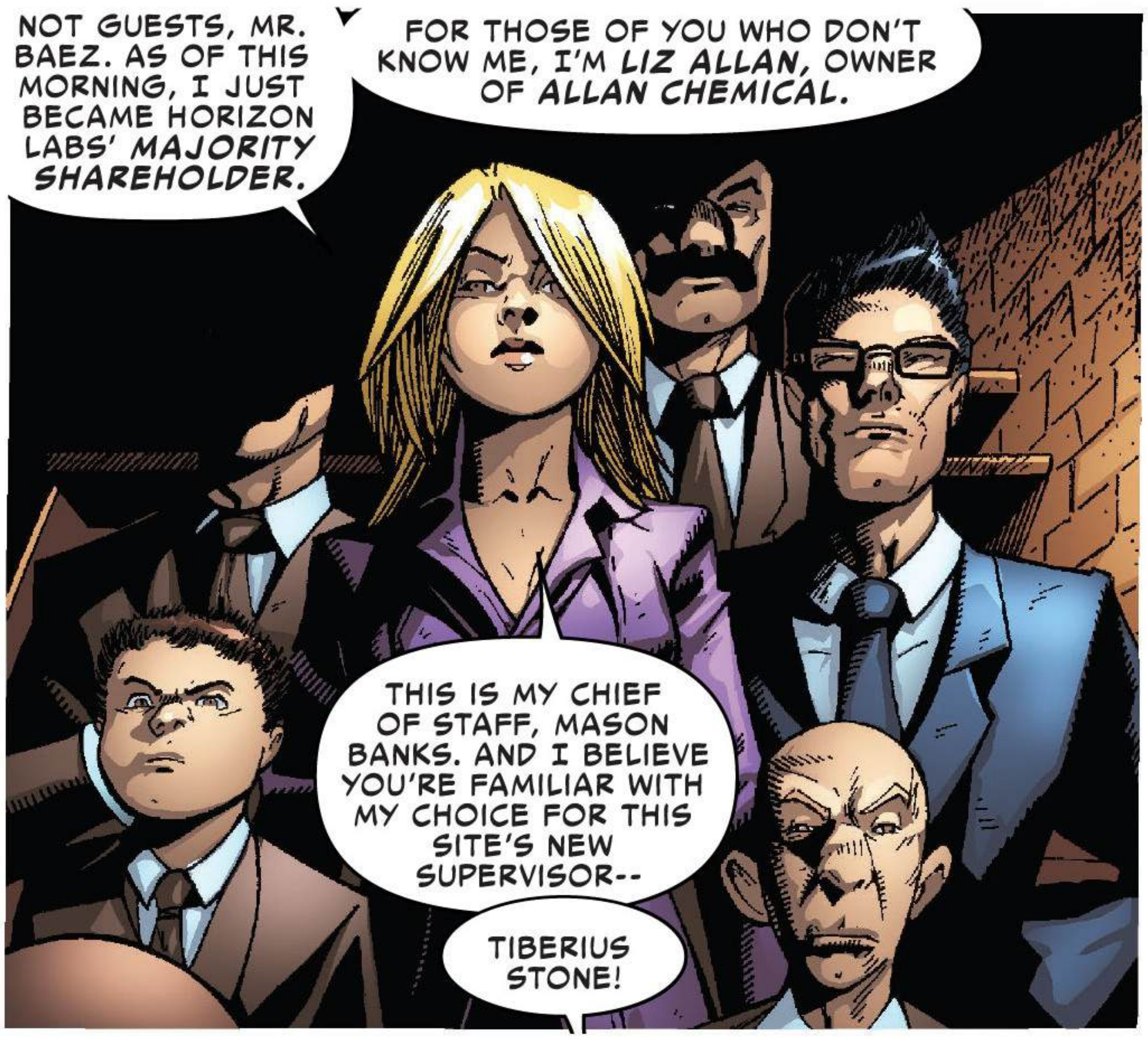

MOVING US AROUND LIKE WE'RE PIECES ON HIS BOARD. AND I'M NOT FALLING FOR THAT AGAIN.
AFTER ALL THE FOOTAGE PHIL URICH GAVE US--OF HIMSELF AS THE HOBGOBLIN...
...THE BUGLE HAS A LONG WAY TO GO TO EARN ITS REPUTATION BACK. I SWEAR...

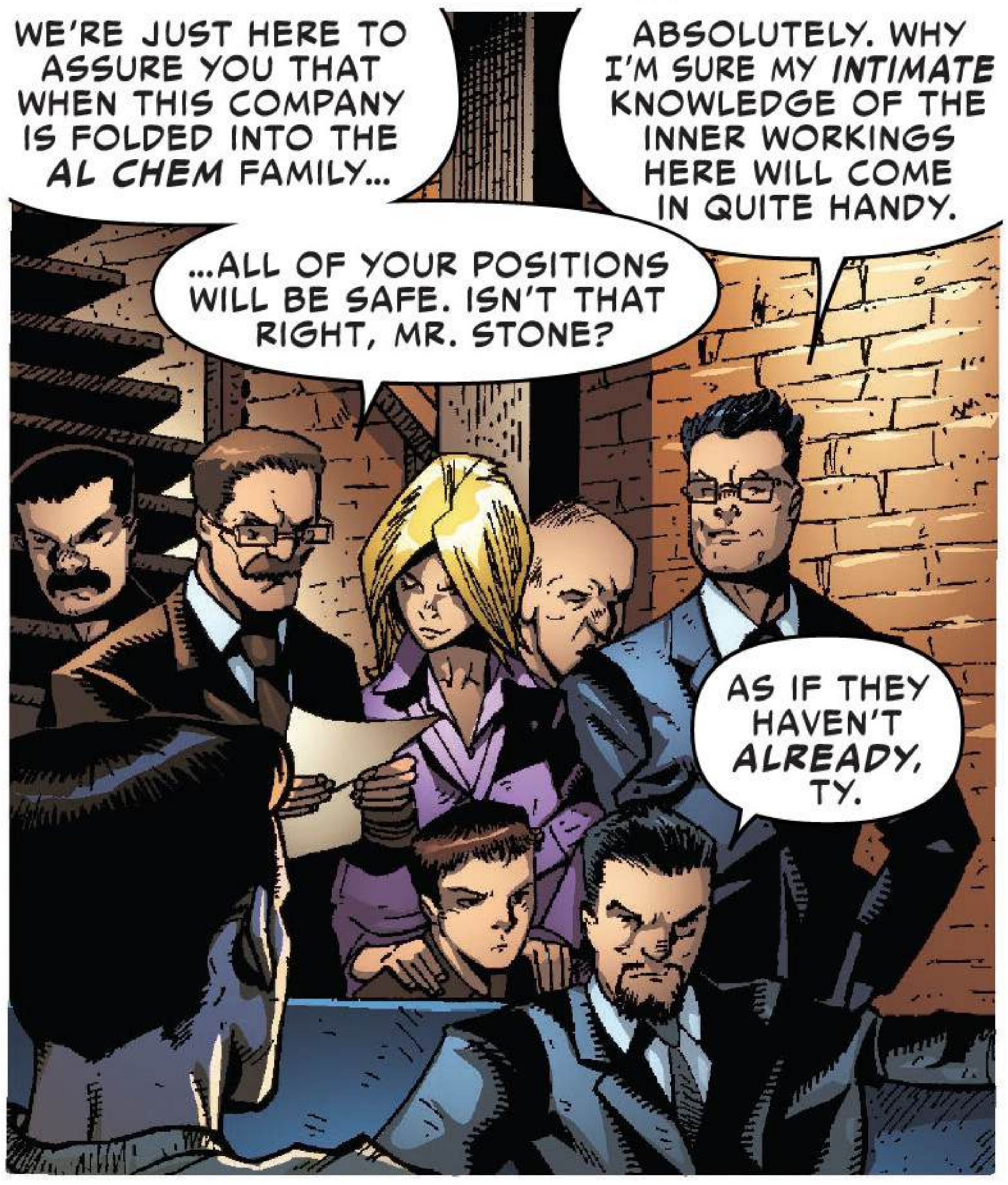

"...IF I EVER FIND WHERE THAT KID'S HIDING HIMSELF..."
I'VE HAD ENOUGH OF BEING COOPED-UP DOWN HERE, GOBLIN!
WHEN ARE YOU GOING TO LET ME GO TOPSIDE--AND STICK IT TO SPIDER-MAN?!
URICH...
I WAS UNPREPARED BEFORE, THAT'S ALL. NOW THAT I KNOW WHAT I'M DEALING WITH...
The Goblin Underground.
THE SECRET LAIR OF THE GREEN GOBLIN.

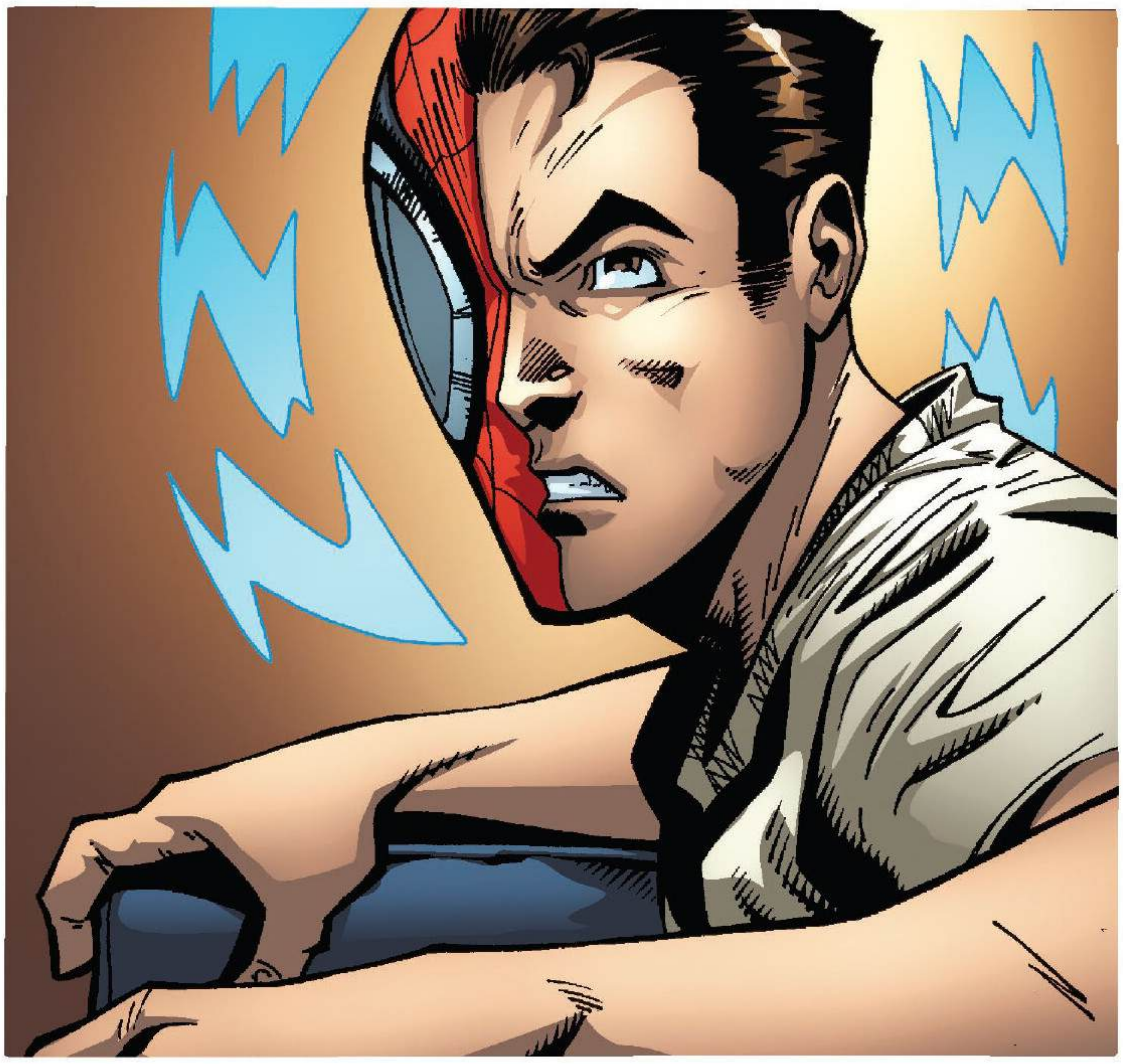
...I'LL MAKE THAT WEB-HEADED TWIT PAY FOR WHAT HE DID TO ME!
WHAT *HE* DID TO *YOU?*
THAT'S YOUR TAKE-AWAY FROM THIS?
BOSS?
BECAUSE OF *YOU* AND YOUR SHENANIGANS...
...SPIDER-MAN MIGHT BE ONTO OUR *GOBLIN PROTOCOLS!*
YOU'RE LUCKY I DON'T BURN YOU TO *ASH!*
ZZZAX
ARGHH!
DON'T YOU GET IT, URICH?!
IF THE WALL-CRAWLER FINDS OUT I'VE *HACKED* HIS SYSTEM...
...AND TAKEN *ALL* THE GOBLINS OFF HIS GRID...
UNGH!
FWAK
THAT COULD REALLY PUT A *CRIMP* IN MY SIDE.
AND ALL BECAUSE *YOU* HAD TO PRANCE AROUND TOWN IN YOUR LITTLE HOBGOBLIN MASK.
NO. WAIT. *HEE HEE HEE! THAT'S IT!*
B-BOSS?
OH HO HO! PHIL, MY LAD, YOU'VE JUST GIVEN ME AN *EXCELLENT* IDEA! YESSS...


"...THIS SHOULD FOLD INTO MY PLANS QUITE NICELY."
SO ALL THESE LAWSUITS AND SCANDALS...HARBORING CRIMINALS?
HAZARDOUS MATERIALS?
MORBIUS AND THE LIZARD.
SAJANI'S VIBRANIUM. GRADY'S TIME DOOR.
HUMAN EXPERIMENTATION?
THE SPIDER-ISLAND VACCINE. AND *YOUR* ALPHA EXPERIMENT.


C'MON, PETE, YOU WERE *THERE* FOR ALL OF THIS STUFF.
MY MEMORY'S BEEN... A LITTLE FUZZY LATELY. WHAT I DON'T UNDERSTAND IS...
...WHY *YOU'RE* STILL HERE, HECTOR. SHOULDN'T YOU BE OUT GETTING MODELL FREE OR SOMETHING?
SOON, MR. PARKER. I THINK YOU'LL SEE, I'M GOING TO BE NEEDED HERE.
WE'RE EXPECTING SOME VERY SPECIAL GUESTS.


NOT GUESTS, MR. BAEZ. AS OF THIS MORNING, I JUST BECAME HORIZON LABS' *MAJORITY SHAREHOLDER.*
FOR THOSE OF YOU WHO DON'T KNOW ME, I'M *LIZ ALLAN,* OWNER OF *ALLAN CHEMICAL.*
THIS IS MY CHIEF OF STAFF, MASON BANKS. AND I BELIEVE YOU'RE FAMILIAR WITH MY CHOICE FOR THIS SITE'S NEW SUPERVISOR--
TIBERIUS STONE!


WE'RE JUST HERE TO ASSURE YOU THAT WHEN THIS COMPANY IS FOLDED INTO THE *AL CHEM* FAMILY...
...ALL OF YOUR POSITIONS WILL BE SAFE. ISN'T THAT RIGHT, MR. STONE?
ABSOLUTELY. WHY I'M SURE MY *INTIMATE* KNOWLEDGE OF THE INNER WORKINGS HERE WILL COME IN QUITE HANDY.
AS IF THEY HAVEN'T *ALREADY,* TY.


MY SPIDER-SENSE AGAIN. IT'S *NEVER* BUZZED LIKE THIS BEFORE.
A TERRIBLE SENSE OF...DREAD. THIS IS *MADDENING!*
WHAT A COMPLETELY *USELESS* SUPER-POWER! BE MORE *SPECIFIC,* DAMN IT!

YOU RAT! THIS IS YOUR FAULT, ISN'T IT?!
WHO'S THIS ONE, STONE?
SAJANI JAFFREY. EXPERT IN XENO-TECH, BIOLOGY, AND CHEMISTRY.
DEFINITELY WORTH KEEPING. DESPITE HER ATTITUDE.
YOU KNOW EVERYTHING ABOUT US! YOU TOLD 'EM EVERY ROCK TO LOOK UNDER, DIDN'T YOU?!
MS. JAFFREY, NOT ONLY AM I AWARE OF HORIZON'S PAST EXPERIMENTS AND BREAKTHROUGHS...
...I'M UP TO DATE ON EVERYTHING THAT'S CURRENTLY IN PRODUCTION.
EVERY UNPATENTED IDEA YOU'VE WORKED ON WHILE ON THESE PREMISES...
...WHICH MAKES IT ALL THE INTELLECTUAL PROPERTY OF ALLAN CHEMICAL.
AND, BY THE WAY, PARKER, THAT INCLUDES ALL THE TECH YOU'VE BUILT HERE FOR SPIDER-MAN.
DOWN TO THE SECRET FORMULA FOR HIS WEB-FLUID.
WHAT? NOTHING TO SAY TO THAT, PETE?
STONE...
I CAN HONESTLY SAY, YOU HAVE NO IDEA WHO YOU'RE DEALING WITH.
YOU SHALL RUE THIS DAY.
WAS THAT A THREAT, MR. PARKER?
LET IT GO, MASON. PETER IS AN OLD FRIEND. HE GETS A PASS...
...THIS ONCE.
COME ALONG. WE'RE DONE HERE TODAY. NORMIE, STAND UP STRAIGHT. DON'T SLOUCH.
YES, MOM.
THAT COULD HAVE GONE WORSE. ALL RIGHT, I'M GOING TO SEE ABOUT MAX.
IN THE MEANTIME, NO ONE TAKE ANYTHING OFF SITE.
DON'T WORRY. WE'LL FIND A WAY TO BLOCK THIS.
THIS'S MESSED UP! LOOK, WE ALL KNOW STONE'S A CREEP. HECK, THE REASON HE KNOWS ABOUT A LOT OF OUR SCREW-UPS...
...IS BECAUSE MOST OF THEM WERE HIS FAULT.
WE CAN'T PROVE THAT, GRADY. NO ONE EVER CAUGHT HIM IN THE ACT. AT LEAST BACK WHEN HE WAS DOING--
"BACK WHEN"! THAT'S IT! I KNOW HOW TO NAIL HIM! BUT I'M GONNA NEED YOUR HELP, BELLA...YOURS TOO...PETE?

PETER? WHERE'D HE GO?
PROOF?! LEGAL MEANS?! BAH!
FORTUNATELY, THESE THINGS HAVE NEVER CONCERNED ANY SPIDER-MAN.
MYSELF INCLUDED!
HORIZON
VAGUE OR NOT, MY SPIDER-SENSE IS ALL THE EVIDENCE I NEED TO KNOW WHO THE REAL VILLAIN IS HERE!
ONE WHO MUST BE DEALT WITH--
--EXPEDIENTLY!

THE TIME DOOR?! THIS IS A *BAD* IDEA, GRADY.
LIKE THE WORST IDEA ANYONE HERE HAS *EVER* HAD! AND THAT'S SAYING SOMETHING.
CUT IT OUT, UATU. I'VE HAD SOME TIME TO THINK ABOUT IT. I'VE WORKED OUT ALL THE KINKS.
"KINKS"? HONEY, LAST TIME YOU USED THIS, YOU ALMOST BLEW UP NEW YORK.
AAAND I FIXED IT. WE'RE ALL GOOD. HONEST.
6
JUST GONNA POP INTO THE PAST. REALLY QUICK. NOT MESS WITH ANYTHING.
TAKE PICS OF STONE DOING BADNESS. POP BACK. BOOM. DAY SAVED.
IT'S THE *"BOOM"* PART THAT'S BUGGING ME.
CHILL. LET ME MAKE SOME ADJUSTMENTS BEFORE I SWITCH IT ON. YOU'LL SEE.
HEY! YOU SAID *BEFORE* YOU SWITCH IT ON!
I-I DIDN'T. IT...KINDA SWITCHED *ITSELF* ON.
WHAT?
SHOCK ME! IT'S WORKING!

YOU! THE TIME! TELL ME!
AHH! WHAT THE--SPIDER-MAN?
YES. WELL, NO. NEVER MIND. THE *DATE!* WHAT *YEAR* IS THIS?!
UM... 2013!
I MADE IT!
AND THE ANOMALY IS DEAD AHEAD.
WAIT. I'VE MOVED IN TIME. HAVE I MOVED IN SPACE?
THIS LAB...IS THIS ALCHEMAX?
WHAT? YOU MEAN "AL CHEM"? NOT YET, THANK GOD. WE'RE STILL HORIZON!
"HORIZON"? WHY DOES THAT NAME...?
STOP IT! FOCUS. I'VE GOTTA FIND STONE'S ANOMALY BEFORE IT'S TOO LATE.
OOOOKAY. THAT WAS WEIRD.
AWESOME, BUT WEIRD. SO DOES THIS MEAN...

"...THERE ARE *TWO* SPIDER-MEN NOW?"
ALL OF YOU! STOP, RIGHT NOW!
EXIT YOUR VEHICLES *IMMEDIATELY!*
SKREE
SKRFF
SPIDER-MAN? WHAT'S THE MEANING OF THIS?
IS EVERYTHING OKAY? ARE WE IN ANY DANGER?
OH, I'D SAY THAT VERY SHORTLY *ONE* OF YOU IS GOING TO BE IN *GRAVE* DANGER.
MS. ALLAN, PLEASE GET BACK IN THE CAR MA'AM.
THAT MAN'S A *VIGILANTE*. A *MENACE*.
AT EASE, MR. BANKS. I KNOW SPIDEY. HE'S A FRIEND.
HE'S SAVED THE LIVES OF ME AND MY SON MORE TIMES THAN I CAN COUNT.
NO. I KNOW WHO YOU *REALLY* ARE. YOU'RE A BAD MAN. THE WORST.
SOMEONE SHOULD *DO* SOMETHING ABOUT YOU.
THE OSBORN BOY. LITTLE "*NORMIE*."
AND THERE'S MY SPIDER-SENSE AGAIN...
...WORRY ABOUT IT LATER. I'M HERE FOR ONE MAN--AND ONE MAN ALONE.
I DON'T KNOW WHAT YOU'RE PLANNING, STONE. BUT IT STOPS HERE! DO YOU UNDERSTAND?!
I'VE REALLY GOTTEN TO YOU, HAVEN'T I, "*SPIDEY*"? DON'T WORRY, AVENGER. YOUR TIME WILL COME.
BUT RIGHT NOW? EVERYTHING I'M DOING IS ABOVEBOARD. YOU CAN'T LAY A FINGER ON ME.

REALLY? IS *THAT* WHAT YOU THINK? LET'S PUT THAT TO THE *TEST* THEN.
NO. LET'S *NOT.*
WHAT?! WHO *DARES?!*
THWIP
THAT'D BE *ME.*
THE SPIDER-MAN OF TOMORROW, HERE TO SAVE *TODAY*...
...AND, AS FATE WOULD HAVE IT, MY OWN *SHOCKING GRANDFATHER!*

SUPERIOR *Spider-Man #18* "CAUSE & EFFECT"

New York, 2013.
TEMPORAL EVENT IN T-59 MINUTES...
ALL RIGHT. I GIVE UP...
...WHAT ARE YOU SUPPOSED TO BE? THE *BLUE* SYMBIOTE? ANOTHER SPIDER-CLONE?
UGH. TELL ME THIS ISN'T COSPLAY.
I'M *SPIDER-MAN*. FROM THE *FUTURE*. FROM 2099. WE'VE *MET*. WE HAD AN ADVENTURE.
JAMMIT! YOU MAY HAVE CHANGED YOUR COSTUME, BUT I CAN TELL FROM YOUR HEIGHT, YOUR BUILD, YOUR VOICE. IT'S YOU...
...PARKER?
HE KNOWS.
SILENCE! AND KEEP BACK!
WAK
GNHH!
THIS IS WHAT I GET FOR WIPING PARKER'S MEMORIES.
I HAVE NO IDEA WHO THIS INTERLOPER IS--OTHER THAN A *DISTRACTION!*

AND THERE IS *WORK* TO BE DONE. TIBERIUS STONE STILL HAS *MUCH* TO ANSWER FOR.
WHAT THE SHOCK?! CAN'T BELIEVE HE DID THAT!
SPIDEY, I RESPECT YOU, BUT I CAN'T LET YOU *THREATEN* MY EMPLOYEES. TIBERIUS, GET BEHIND ME.
I DON'T THINK SO, MS. ALLAN. THIS GUY? ALL TALK. HE'S NOT DOING A DAMN THING TO ME.
SHOW ME WHAT? HOW YOU BACKED DOWN FROM WHACKING HOBGOBLIN? YEAH, WE *ALL* SAW THAT.
YOU *ARROGANT WHELP!* I'LL SHOW YOU--
COULDN'T FINISH THE JOB, COULD YOU, WEBS?
I'LL FINISH YOU--YOU *BESPECTACLED* BUFFOON!
NO, YOU WON'T! THIS MAN'S UNDER *MY* PROTECTION!
WHETHER I LIKE IT OR NOT! THAT'S TIBERIUS STONE, MY BIOLOGICAL GRANDFATHER.
IF HE *DIES* TODAY--OR EVEN TAKES A GOOD KICK TO THE CROTCH...
...*I'M* THE ONE WHO'S HISTORY!
YOU *REALLY* DON'T REMEMBER ME, DO YOU?
SORRY. YOU MUST NOT HAVE LEFT THAT STRONG OF AN IMPRESSION.
FINE. *THIS* TIME, I'LL BE SURE TO LEAVE MORE OF A *MARK* ON YOU.
SLKT
SHKT

MR. STONE, PLEASE! THIS IS GETTING SERIOUS!
I HIGHLY DOUBT IT. TRUST ME, IT'S ALL JUST FOR SHOW.
SPIDER-MAN, WAIT!
WHO SAID THAT?
IT'S ME, TYLER STONE.
COMING TO YOU OVER YOUR COMMUNICATOR...
...FROM ALCHEMAX, BACK IN 2099.
THAT WOMAN, SHE SAID, "MR. STONE." THEN SHE CALLED HIM "TIBERIUS."
SON OF A GLITCH. THAT'S MY FATHER. AS HE WAS ALMOST 90 YEARS AGO.
HE'S THE SOURCE OF IT ALL! THE FOCAL POINT OF THE TEMPORAL EVENT...
...THAT'S ERASING ME FROM THE TIMESTREAM! WHATEVER YOU DO...
...YOU HAVE TO KEEP HIM SAFE! AT ALL COSTS!
TRUST ME, TYLER, I KNOW EXACTLY WHAT'S AT STAKE.
MORE THAN YOU'LL EVER KNOW, "DAD."

Horizon Labs.
MR. BAEZ! HECTOR, WAIT UP.
HORIZON
YOU CAN'T GO.
SORRY, MR. JACKSON. ONE CRISIS AT A TIME. FIRST I HAVE TO GET *MAX* OUT OF FEDERAL CUSTODY.
BUT WE *NEED* SUPERVISION. IT'S *"LORD OF THE FLIES"* BACK THERE.
GRADY'S TRYING TO FIX EVERYTHING WITH ONE OF HIS EXPERIMENTS AND--
I'LL BE BACK WITHIN THE HOUR. I'M SURE I CAN TRUST YOU ALL...
...NOT TO BURN THE PLACE DOWN TILL THEN.
AW MAN, *WHY'D* YOU HAVE TO GO AND SAY THAT?
...JUST GONNA ZIP BACK IN TIME A LITTLE BIT. I'LL BE IN THERE HALF AN HOUR, FIFTY MINUTES TOPS.
BELLA, YOU AND SAJANI CAN MONITOR ME WITH *THIS*.
DON'T WORRY, I'VE DONE THIS KINDA THING BEFORE. WITH SPIDEY.
RIGHT. AND YOU NEARLY *DESTROYED* MANHATTAN.
YEAH. BUT, C'MON, WE WERE IN *BETA*.
AM I THE ONLY ONE CONCERNED THAT A *FUTURE SPIDER-MAN* CAME OUTTA THIS THING?
RAPS
LOOK, IT'LL BE DIFFERENT THIS TIME. I FIXED IT. I'LL BE CHRONALLY OUT OF SYNCH WITH MY SURROUNDINGS.
I WON'T BE ABLE TO TOUCH ANYTHING. AND NO ONE WILL BE ABLE TO SEE OR HEAR ME.
LIKE A GHOST?
LIKE *ME* APPARENTLY. HELLO? A FUTURE SPIDER-MAN? NO ONE'S FREAKED OUT BY THAT?
EXACTLY. LIKE A GHOST. I'M NOT TRYING TO CHANGE THE PAST. JUST *PHOTOGRAPH* IT.
I'M GONNA *PROVE* TIBERIUS HAS BEEN BEHIND EVERYTHING.
BE CAREFUL.
YOU'LL SEE! WE'LL SAVE HORIZON. STOP *ALLAN CHEMICAL*. AND EVERYTHING'LL WORK OUT.
UNTIL A FUTURE HULK OR SOMETHING POPS OUTTA THAT AND KILLS US ALL.
NO...
WHAT'D I MISS? SOMETHING ELSE COME THROUGH?

"...JUST THE EXTRA SPIDER-MAN."
I WARNED YOU! TOLD YOU TO STAY OUT OF MY WAY! NOW FACE MY--
SLASHH
--WRATH? NOT A SCRATCH? IMPOSSIBLE!
NO...
...JUST A SUIT MADE OF *UMF* MATERIAL. IT'S STANDARD WHERE I COME FROM.
SKRCHH
BUT FOR A LOW-TECH LIKE YOU, IT MUST SEEM *CUTTING EDGE.*
THAT HURT.
NO ONE CALLS ME...
LOW-TECH!
OKAY. CHANGE OF PLANS. WHATEVER'S HAPPENED TO SPIDER-MAN...
...HE'S UNHINGED! OUT FOR BLOOD! AND I'M NEXT!

NO ONE!
BUT LUCKY FOR ME...
...GETTING BACK AT THE WALL-CRAWLER WAS ALWAYS PART OF THE PLAN.
I'M READY FOR YOU!
ALREADY HAVE AN ACE UP MY SLEEVE, OR RATHER...
TIKK
...A MINIATURIZED SPIDER-JAMMER.
WHAT?! MY HEAD! ON FIRE!
MS. ALLAN! NORMAN!
NO!
ARGHH!
WHAT? I DIDN'T SHOCKING DO ANYTHING!

MY SPIDER-SENSE! OUT OF CONTROL! I CAN'T--
NORMIE!
MOM!!
THWIP
GO LIMP!
KRANG
I GOT YOU, KID!

NORMIE?! ARE YOU HURT?! MR. BANKS, CALL 911!
YOU, *OTHER* SPIDER-MAN! WHAT WERE YOU THINKING?! YOU COULD'VE SNAPPED HIS NECK!
MOM! I'M *OKAY*! GEEZ.
UNGHH
DON'T WORRY, LADY. THAT'S A RESILIENT LITTLE SPUD YOU'VE GOT THERE.
MY ENHANCED VISION TELLS ME HE'S JUST FINE.
AND IT ALSO TELLS ME...
...THAT GRAMPS HERE WAS THE CAUSE OF ALL THIS.
WITH SOME KIND OF SIGNAL THAT SET SPIDER-MAN OFF. AND ENDANGERED THAT BOY'S LIFE!
JUST LIKE A *STONE*. ANYTHING TO SAVE HIS OWN SKIN. I THINK I'M PLAYING ON THE WRONG SIDE HERE.
THIS WASN'T MY FAULT. IS YOUR SON--?
MS. ALLAN, PLEASE UNDERSTAND, I WOULD NEVER HARM A CHILD. I--
LOOK, IF YOU HADN'T MADE A PLAY AT HORIZON, WENT AFTER *MY* TECHNOLOGY, NONE OF THIS WOULD HAVE--
ENOUGH! I HAVE NOTHING MORE TO SAY TO YOU.
MR. BANKS, I'M TAKING NORMIE TO THE E.R.
AS FAR AS HORIZON GOES...?
...I WANT YOU AND MR. STONE TO IMMEDIATELY--
UM. MS. ALLAN. LIZ...
TIBERIUS IS *GONE*. ALONG WITH THAT OTHER SPIDER-MAN.

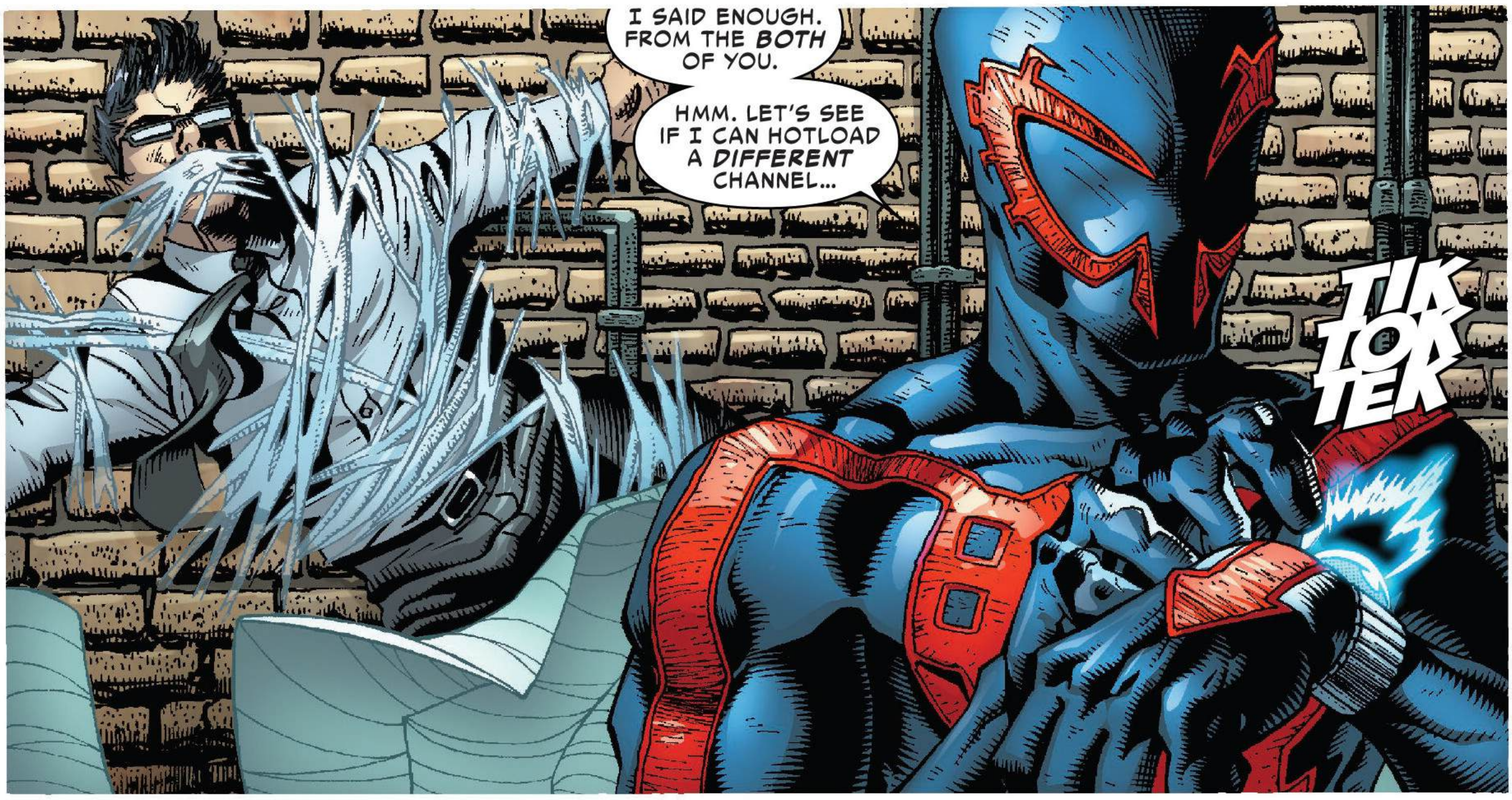
THWIP
THIS IS ALL *UNACCEPTABLE!*
THERE'S ***ANOTHER*** SPIDER-MAN OUT THERE?
ONE THAT HAS A WAY TO ***WEAPONIZE*** MY SPIDER-SENSE AND TURN IT AGAINST ME! AND WORSE...
...HE SEEMS TO KNOW ***PART*** OF MY SECRET.
THAT ***PHYSICALLY***, I'M PETER PARKER.
THIS "*FUTURE*" SPIDER-MAN IS TOO DANGEROUS TO LEAVE RUNNING AROUND. HE MUST BE DEALT WITH. IMMEDIATELY!
SPIDER-ISLAND, COME IN!
WE'RE HERE, BOSS. WHAT DO YOU NEED?
ANOTHER SPIDER-MAN IS ON THE LOOSE IN THE CITY.
IN A BLUE UNIFORM WITH RED MARKINGS ON THE FACE, CHEST, AND FOREARMS.
LOCATE HIM AT ALL COSTS!
GOTCHA. SO STOP LOOKING FOR HOBGOBLIN AND--
***NO**, YOU ADDLE-BRAINED IMBECILE! **DO BOTH! FIND THEM** OR I SHALL--*
*AH! I HAVE TO TAKE THIS CALL. **STAY THERE! OR ELSE!***
BREEP

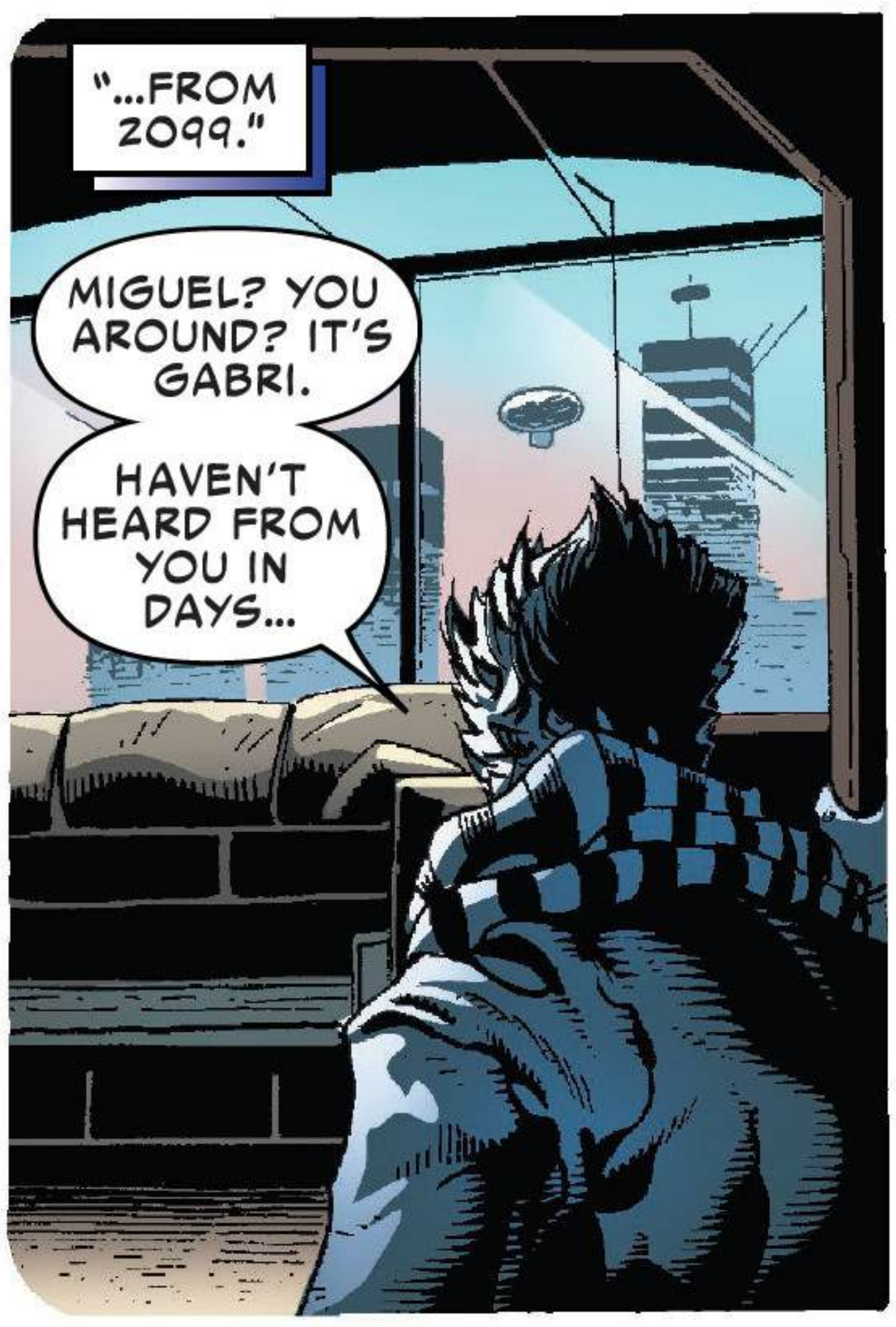
ANNA MARIA! HI, HONEY. WHAT CAN I DO FOR YOU?
HEY, SLICK. ACTUALLY, I WAS CALLING TO SEE IF I COULD DO ANYTHING FOR *YOU*.
WHAT?
I'M DONE WITH MY WORK FOR CLASS TOMORROW. SO I THOUGHT MAYBE I COULD COME OVER AND HELP YOU WITH YOUR ***THESIS.***
I'D APPRECIATE THAT, DEAR. BUT AS YOU SAW EARLIER, THINGS ARE A LITTLE *CRAZY* TODAY AT HORIZON.
AND, UNFORTUNATELY, ALL THE EQUIPMENT FOR MY THESIS IS...
...STORED OVER THERE...*IN MY LAB!* EXCUSE ME, I-I HAVE TO *GO*.
CURSE ME FOR A FOOL!
ALL THE WORK ON MY DOCTORAL THESIS HAS BEEN DONE *AT* HORIZON, USING *THEIR* RESOURCES.
IF *ALLAN CHEMICAL'S* TAKEOVER GOES THROUGH, *THEY* WILL OWN THE RIGHTS TO *MY* NEXT GREAT INVENTION!
TO HELL WITH PARKER'S OLD DISCOVERIES, THIS WORK IS ON A PURE OTTO OCTAVIUS LEVEL OF ***GENIUS!***
I'LL BE DAMNED IF ANOTHER LAYS CLAIM TO IT! I *HAVE* TO GET BACK THERE AND SMUGGLE IT OUT ***IMMEDIATELY!*** EVERYTHING ELSE...

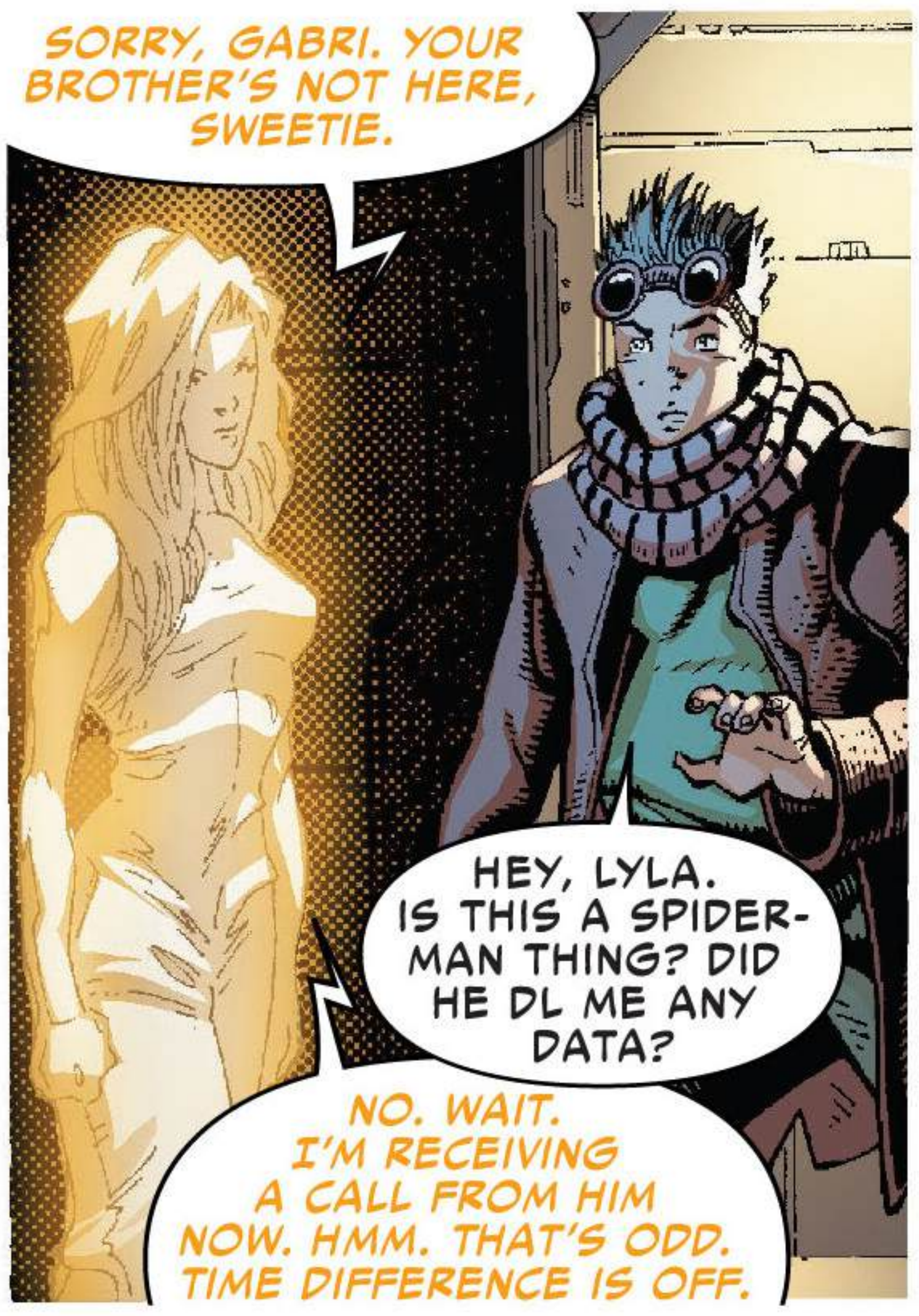
...INCLUDING ALL OF THIS *"FUTURE SPIDER-MAN"* NONSENSE CAN WAIT!
STOP IT! PUT ME DOWN! YOU'VE NO IDEA WHO YOU'RE--
SHUT UP!
AND QUIT SQUIRMING, STONE. I--I HAVE TO THINK.
SPIDER-MAN, CAN YOU HEAR ME?
WHATEVER YOU'RE DOING BACK THERE IN 2013, IT'S WORKING!
MY PERSONAL TIME-LINE--MY VERY EXISTENCE--IS STABILIZING.
ALL I DID WAS PUT SOME DISTANCE BETWEEN *YOUR* ANCESTOR...
...AND THIS ERA'S SPIDER-MAN.
"ANCESTOR"? WHO ARE YOU TALKING TO?
I SAID *"SHUT UP!"* BOTH OF YOU!
I HAVE TO DECOMPILE THIS.
I KEEP THIS MAN-- MY GRANDFATHER-- SAFE...
...AND EVERYTHING IN MY TIME GOES BACK TO THE WAY IT WAS.
A WORLD WITH ME. WITH TYLER STONE. AND *ALCHEMAX*...
...AN ALL-POWERFUL, EVIL MEGACORP.
HOW COULD I LET *THAT* HAPPEN? WHEN I HAVE THE POWER--RIGHT *NOW*-- TO STOP IT?! EVEN IF IT MEANT MY OWN...

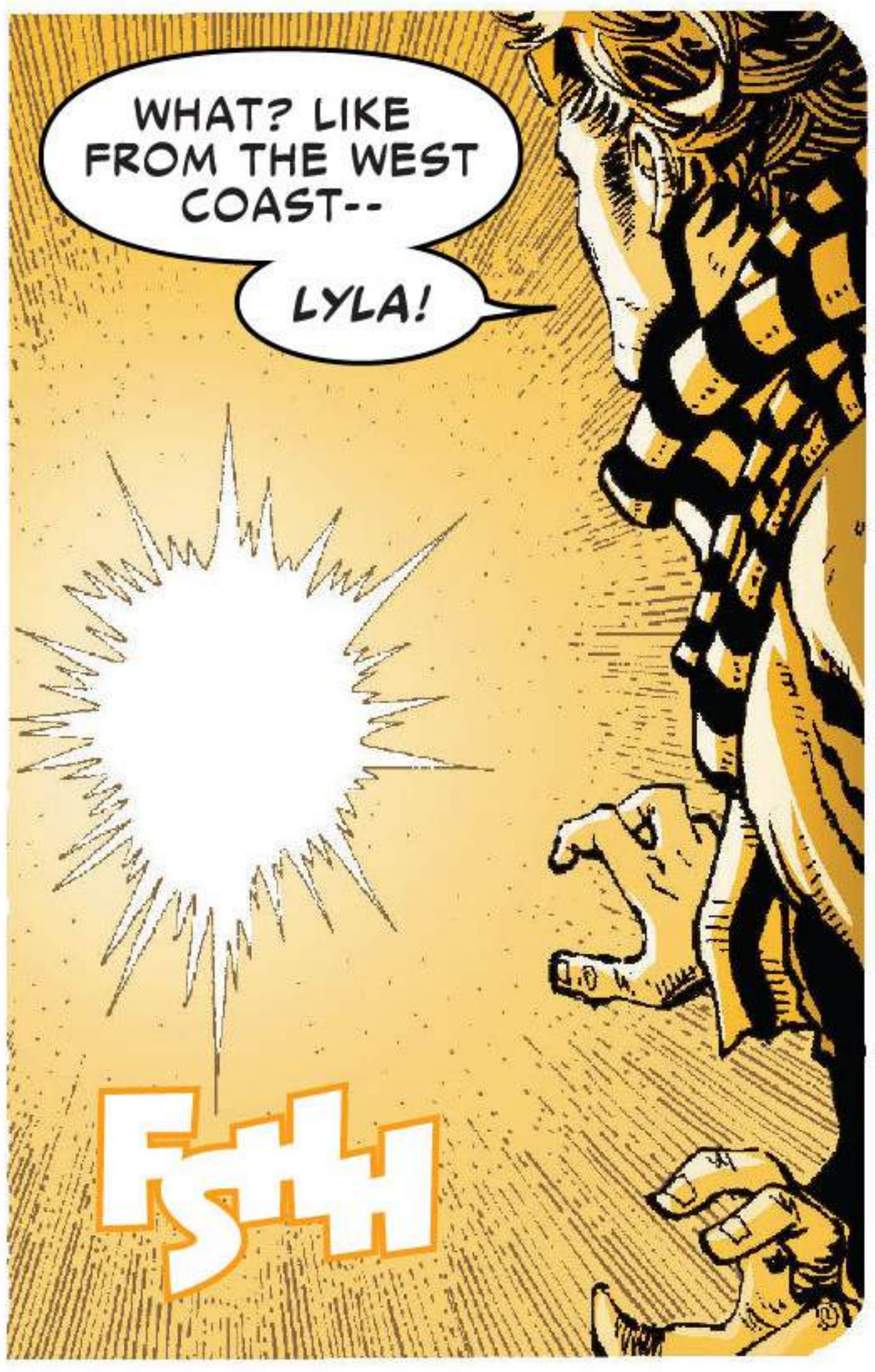
WAIT! YOU SAID "*ANCESTOR*." YOU'RE A *TIME-TRAVELER*--AND YOU'VE GONE OUT OF YOUR WAY TO *PROTECT* ME.
I'M GOING TO GO ON TO DO SOMETHING *BIG*, WON'T I? OR MY KIDS. OR MY GRANDKIDS.
THEY'RE GONNA GROW UP TO BE SOMEBODY *IMPORTANT*, WON'T THEY?
ZIP IT. OR I SWEAR I'LL--
NO. NO MORE THREATS, FUTURE-MAN. I'VE WORKED IT OUT.
IN THIS EQUATION, YOU MAY BE THE SPIDER, BUT I'M THE *BUTTERFLY*.
WHAT?
YOU'RE NOT GONNA STEP ON ME. JUST THE OPPOSITE. HERE, LET'S PUT MY THEORY...
...TO THE *TEST*!
JAMMIT! DON'T JUST *STAND* THERE--
--SAVE HIM!

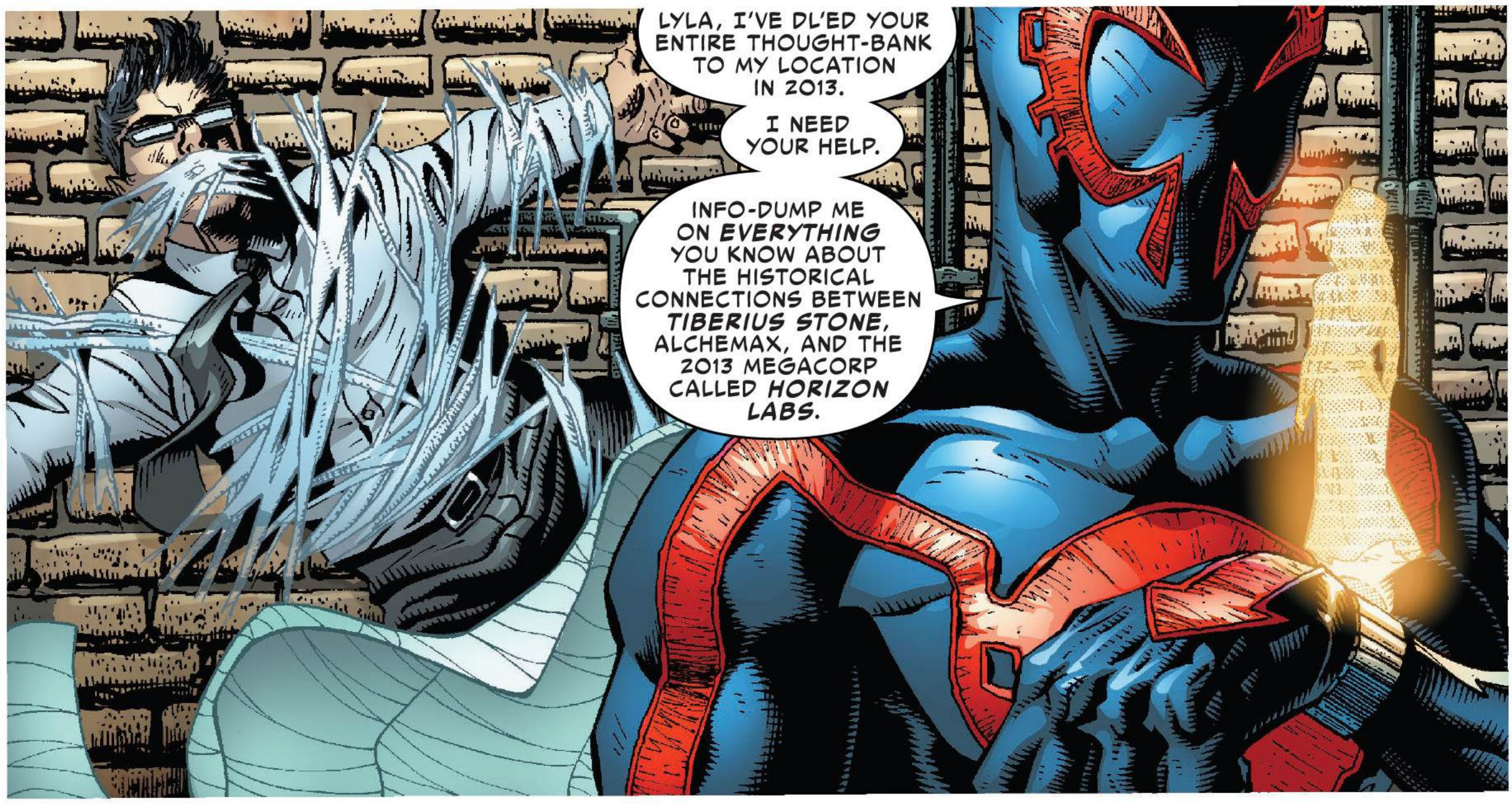
THWIP
HA!
THWIP
I KNEW IT!
THANKS FOR PERFECTLY PROVING MY--
POIMPHH--
YOU CRAZY, SHOCKING *LUNATIC!* I'VE HAD ENOUGH OF YOUR--
WHAT ARE YOU DOING?! UNHAND HIM!
THAT MAN'S A **STONE**, YOU DOWNTOWN PIECE OF **TRASH!**


I SAID ENOUGH. FROM THE *BOTH* OF YOU.
HMM. LET'S SEE IF I CAN HOTLOAD A *DIFFERENT* CHANNEL...
TIK TOK TEK


"...FROM 2099."
MIGUEL? YOU AROUND? IT'S GABRI.
HAVEN'T HEARD FROM YOU IN DAYS...


SORRY, GABRI. YOUR BROTHER'S NOT HERE, SWEETIE.
HEY, LYLA. IS THIS A SPIDER-MAN THING? DID HE DL ME ANY DATA?
NO. WAIT. I'M RECEIVING A CALL FROM HIM NOW. HMM. THAT'S ODD. TIME DIFFERENCE IS OFF.


WHAT? LIKE FROM THE WEST COAST--
LYLA!
FSHH


LYLA, I'VE DL'ED YOUR ENTIRE THOUGHT-BANK TO MY LOCATION IN 2013.
I NEED YOUR HELP.
INFO-DUMP ME ON *EVERYTHING* YOU KNOW ABOUT THE HISTORICAL CONNECTIONS BETWEEN *TIBERIUS STONE*, ALCHEMAX, AND THE 2013 MEGACORP CALLED *HORIZON LABS*.

Horizon Labs.
THE RECENT PAST.
YOU ARE ABOUT TO SEE *PARKER PARTICLES.*
A HYPERKINETIC FORM OF ENERGY TIED INTO THE FORCES OF UNIVERSAL EXPANSION ITSELF.
CLEAN, AFFORDABLE, NEAR-LIMITLESS POWER.
DUUUDE. THIS IS TRIPPY. IT'S LIKE I'M HERE, BUT NOT HERE.
AND MY VOICE IS ALL DARTH VADERY. WITH AN ECHO. ECHO. ECHO.
HEY! I KNOW THIS! THIS'S WHEN PARKER'S *ALPHA ENERGY* EXPERIMENT WENT KABLOOEY.
...MR. MODELL, ABOUT THAT. NOW THAT DR. MORBIUS IS GONE...
...THERE'S AN *OPENING* IN YOUR PRIVATE THINK TANK, ISN'T THERE?
YES, AND I'M REVIEWING A *NUMBER* OF CANDIDATES.
YOU'RE A GOOD MAN, TIBERIUS. BUT NOW MIGHT NOT BE THE BEST TIME.
PERHAPS WHEN THE *NEXT* SPOT OPENS.
I HEAR YOU, MAX. LOUD AND CLEAR.
SAFETIES DISENGAGED
CLIK
STONE, YOU COMPLETE AND UTTER TOOL!
YOU DISENGAGED THE SAFETIES!
MAN, YOU ARE SO *BUSTED!*
FWASH
BELLA? SAJANI? YOU READING ME? I GOT WHAT WE WERE LOOKING FOR HERE...

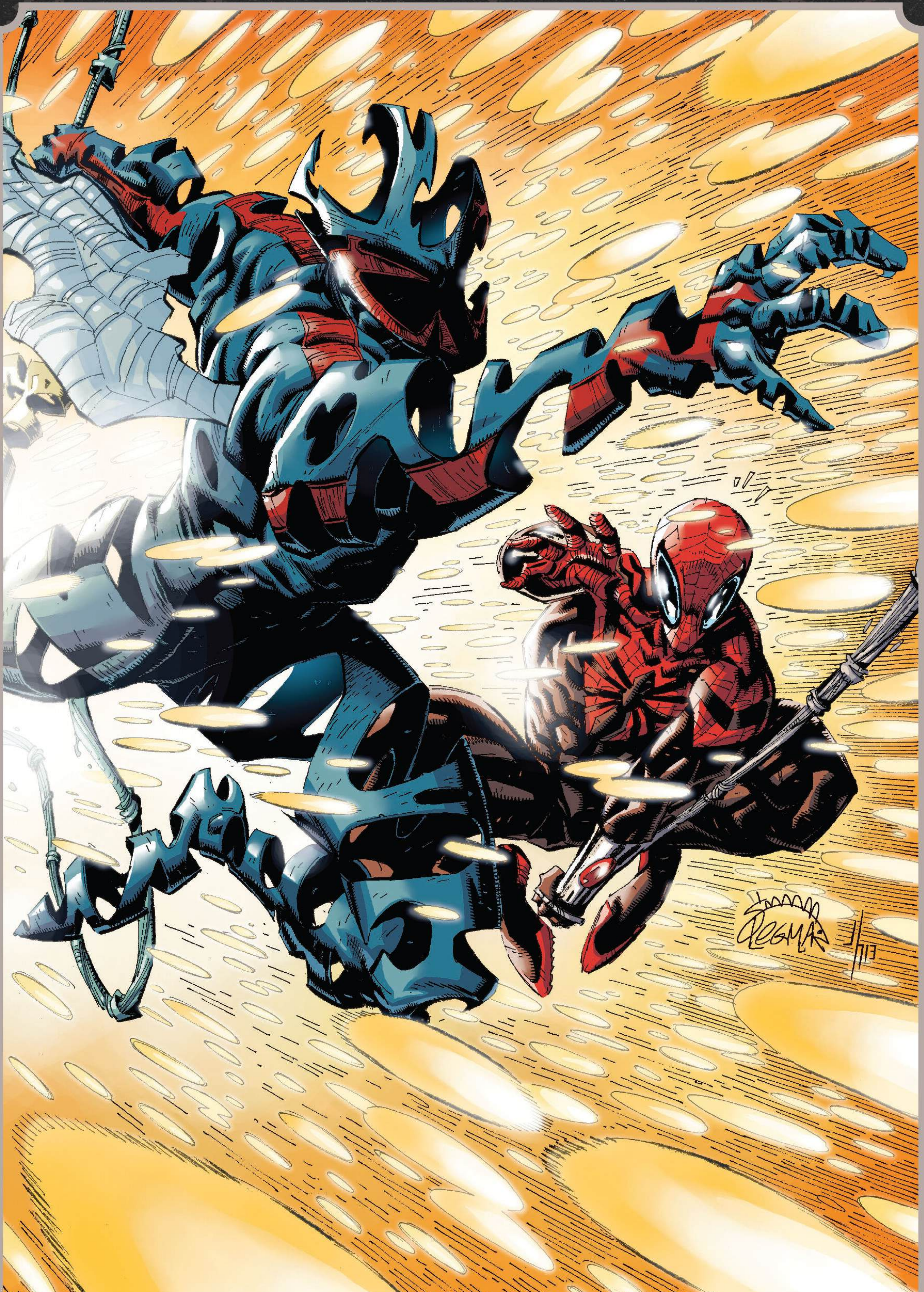
...INPUT THE NEXT SET OF COORDINATES. I'M READY TO JUMP FURTHER BACK.
GUYS, THIS IS WRONG. THE ABILITY TO SPY *ANYWHERE* IN THE PAST?
IT'S TOO MUCH POWER FOR *ANYBODY*. AND KINDA CREEPY.
WE'LL WORRY ABOUT THE ETHICS OF THIS *LATER*, UATU.
I JUST WANNA BE SURE WE CAN BRING GRADY BACK.
THIS'D GO A LOT EASIER WITH PARKER HERE...
...HE'S MORE FAMILIAR WITH THIS--
--EQUIPMENT?
CAREFUL, ROBOT. DON'T DROP ANY OF THAT. IT'S EXTREMELY VALUABLE.
WHIRR--CLICK--ICK--YES, DOCTOR.
I DIDN'T SAY SLOW DOWN...
...WE HAVE TO REMOVE ALL MY THINGS AS FAST AS POSSIBLE! UNDERSTOOD?
YES. PROCEEDING QUICKLY--WITH CAUTION.
GOOD.
HEY! PARKER, WE NEED YOU TO--
NOT NOW. I'M BUSY.
FORGET WHAT I SAID. WHEN GRADY'S DONE PAST-SPYING ON STONE...
"...WE SHOULD GET HIM TO PAST-SPY ON PARKER *NEXT*. THAT GUY'S BEEN ACTING WAY TOO WEIRD."
MR. PARKER?! HOLD IT RIGHT THERE. WHAT ARE YOU DOING?
WHIRR--CLICK--QUERY? SHOULD I COME TO A COMPLETE STOP?
NO. PROCEED.
HORIZON
PETER?
MAX. HECTOR. IF YOU'LL EXCUSE ME--
MR. PARKER! HORIZON'S UNDER FEDERAL INVESTIGATION. *AND* THE TARGET OF A HOSTILE TAKEOVER.
I EXPLICITLY TOLD YOU, LEGALLY WE CAN'T REMOVE *ANYTHING* FROM THE PREMISES.
PETER, PLEASE. TRUST US. WE'LL SORT THIS OUT.
AND IF YOU *DON'T?* ALLAN CHEMICAL COULD LAY CLAIM TO *ALL* OF THE TECHNOLOGIES I'VE DEVELOPED FOR SPIDER-MAN.
AS WELL AS MY LATEST BREAKTHROUGH.
I-I DON'T KNOW WHAT TO MAKE OF THIS, SON. YOU'RE NOT ACTING LIKE THE MAN I BROUGHT INTO *MY* COMPANY.
DON'T YOU UNDERSTAND? IF YOU *DO* THIS--

--YOU COULD JEOPARDIZE EVERYTHING I'VE--
BREEP
ONE SECOND. CALL. HAVE TO TAKE THIS.
WHAT?!
I'M HERE. WHAT DO YOU HAVE FOR ME?
THIS IS SPIDER PATROL 4, BOSS. WE'RE ON THE LOWER WEST SIDE...
HAVE YOU LOCATED *EITHER* OF THEM?
UM. NO. BUT--
THEN *WHY* ARE YOU CALLING ME?!
WE DIDN'T FIND THE HOBGOBLIN YOU *WANTED,* SIR...
HAHAHAHA
...WE'VE SPOTTED THE *OTHER* ONE. THE *ORIGINAL* ONE.
WRONG AGAIN, FOOLS! WHAT YOU'VE GOT...
...IS THE ONE *TRUE* GOBLIN IN DISGUISE. HA HA!
BUT LET'S SEE IF YOU TAKE THE BAIT, SPIDER.
I HAVE TO GO. ROBOT, DROP THIS OFF AT SPIDER-ISLAND.
YES, DOCTOR.
WHAT?! WHERE COULD YOU *POSSIBLY* BE OFF TO THAT'S MORE IMPORTANT THAN *THIS?*
CAN'T SAY.
THAT'S IT, MR. PARKER. IF YOU LEAVE NOW, I WOULDN'T BOTHER COMING BACK.
"AND THAT LED TO THE DESTRUCTION OF HORIZON LABS..."

WAIT. BACK UP. LYLA, SAY THAT AGAIN.
IT WAS RUMORED, BUT NEVER PROVEN, THAT TIBERIUS STONE'S ACTS OF SABOTAGE...
...LED TO THE DESTRUCTION OF HORIZON LABS, AND THE RISE OF ALCHEMAX.
MMMPH...
I'M NOT VIDDING THIS.
YOU MEAN FINANCIAL SABOTAGE?
NO, MIGGY. I'M TALKING SAND IN THE GEARS. SUGAR IN THE GAS TANK. MONKEY IN THE WRENCH--
ENGLISH PLEASE.
HE CAUSED THE ACTUAL DESTRUCTION OF HORIZON. AS IN BA-BA-BA-BOOM!
WHAT?! WHEN?!
NOVEMBER 9TH, 2013.
"LYLA! THAT'S TODAY!"
DON'T KNOW WHAT I EVER SAW IN THAT BOY. I SWEAR, HECTOR, IF I COULD GO BACK AND DO IT AGAIN, I'D...
WHAT IN THE--? WHAT HAVE YOU PEOPLE BEEN DOING?!
THOSE ARE CHRONOTON PARTICLES! GRADY'S TIME DOOR!
GRADY SCRAPS! WHERE IS HE?!
OH...WE ARE SO FIRED.
HE'S--UM--IN THE PAST, MAX.
PULL HIM OUT OF THERE! NOW!
MAX, FOR THE RECORD, I WAS AGAINST THIS THE WHOLE--
NOW!
WHOA! EVERYBODY, CHILL. IT'S ALL GOOD.
AND WHEN YOU HEAR WHAT I FOUND OUT, YOU'LL SEE...THIS WAS ALL WORTH IT!
UNBELIEVABLE!
MODELL

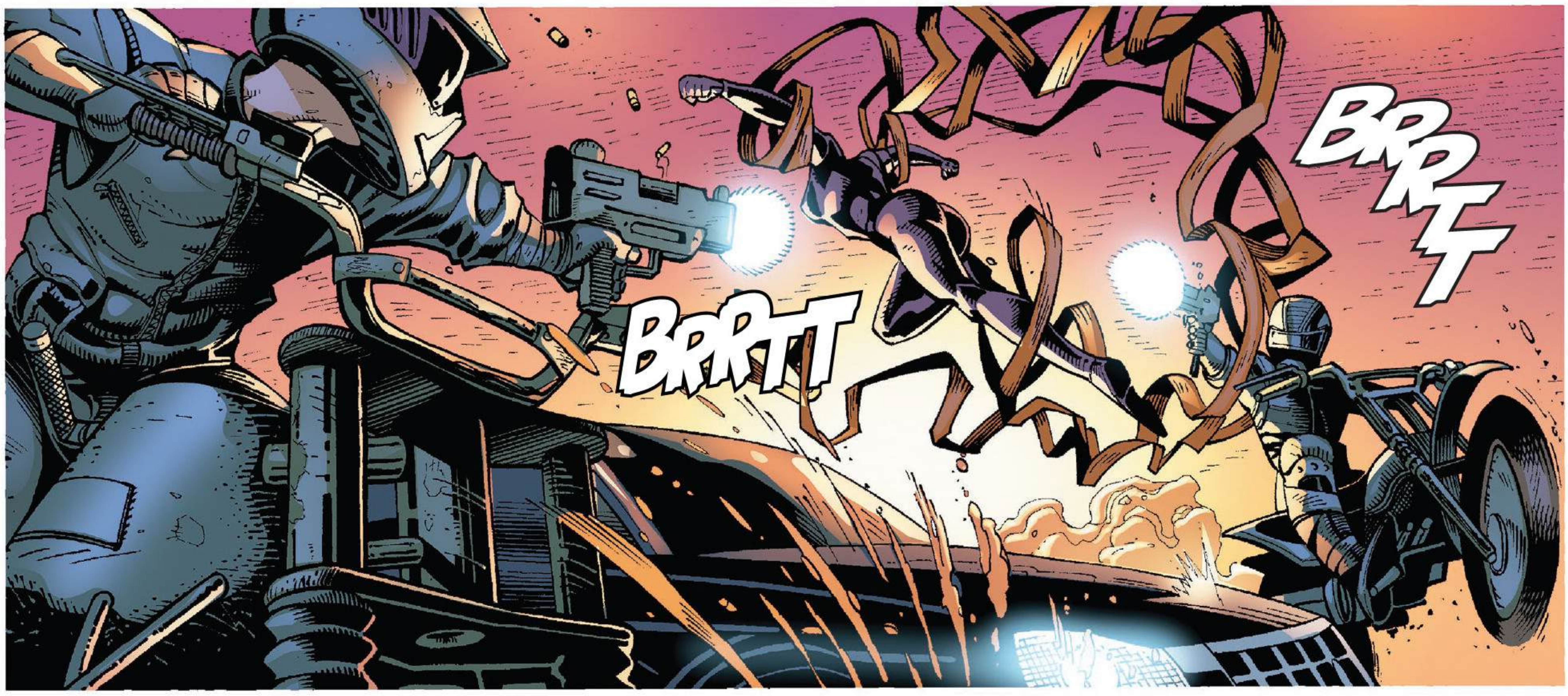
I'VE LOST MY JOB! MY DISCOVERIES MIGHT GET STOLEN! AND I'VE BARELY WORKED ON MY THESIS!
AND NOW MY SPIDER-SENSE IS UNRELIABLE! MY SPIDER-BOTS ARE FAILING ME! MY MINIONS ARE USELESS!
AND *ANOTHER* HOBGOBLIN SHOWS UP! WHAT *ELSE* COULD GO WRONG?!
BREEP BREEP
WHAT?!
PETER? FINALLY! I'VE BEEN TRYING TO REACH FOR *AGES!* DO YOU HAVE ANY *IDEA--*
NOT NOW, WOMAN!
I'LL DEAL WITH YOU *LATER!* AFTER I--
MRPRH
STOW IT, STONE! WE'RE ALMOST THERE!
THAT *OTHER* SPIDER-MAN! AND STONE! DECISIONS, DECISIONS...
I TOLD YOU ALL TO SHUT THIS MACHINE DOWN!
MAX, IT *IS* DOWN--
BUT ALL THESE CHRONOTONS--
THEY'RE NOT *FROM* THE TIME DOOR. AND THEY'RE NOT *JUST* CHRONOTONS. THERE'S ALPHA ENERGY AND--
IT'S *ALL* CONNECTED, MAN! THIS WAS *ALWAYS* GONNA HAPPEN!
HE'S RIGHT! THIS IS FATE. DESTINY! BUT I KNOW HOW TO *CHANGE* IT!
SPIDER-MAN?
THAT'S *FUTURE* SPIDER-MAN.
"FUTURE"? WHAT'S BEEN GOING ON HERE?!

THIS ALL STARTED WHEN HE FIRST SHOWED UP.
NO. IT DIDN'T. *WAY* BEFORE!
NOW SHUT UP. THERE'S A *LOT* TO DL AND THERE'S *LITERALLY* NOT ENOUGH TIME.
I'M FROM THE FUTURE. 2099. AND I HAVE FOREKNOWLEDGE. THIS PLACE IS ABOUT TO *BLOW*!
BUT IF YOU *LISTEN* TO ME AND DO *EVERYTHING* I SAY...
...WE'LL ALL MAKE IT OUT OF THIS *ALIVE* AND IN ONE--
KTAM
HA!
THIS IS WHAT YOU GET FOR MEDDLING IN MY AFFAIRS!
UNH--
WHAT?



SUPERIOR *Spider-Man #19* **“INFERIORITY COMPLEX”**

Grand Tauró.
AN ISLAND PARADISE IN THE CARIBBEAN.
LONG AGO, TAURÓ WAS A SAFE HAVEN FOR PIRATES AND SMUGGLERS. A TRADITION IT CARRIES ON TO THIS DAY...
...AS A TAX SHELTER FOR THE SUSPICIOUSLY RICH, AND HOME TO...
ANTOINE MORANT!
BANKER TO THE MAGGIA, A.I.M., THE RED SKULL--
--AND AN ENDLESS ARRAY OF THE WORST THIS WORLD HAS TO OFFER!
YOUR POCKETS ARE LINED WITH BLOOD, MORANT! NOW IT'S TIME TO SETTLE YOUR ACCOUNTS WITH GOD--
--FOR THIS IS WHERE YOU ANSWER TO THE WRAITH!
DRIVER, SHAKE HER! YOU MEN OUT THERE! TAKE HER OUT!
SIR, IS THAT WISE--?
SHUT UP!
I PAID FOR ARMOR PLATING! FOR BULLETPROOF GLASS! WE'LL LIVE!
BUT THIS *#@$? SHE WANTS TO PRETEND SHE'S A GHOST?!
WELL, SHE'S ABOUT TO GET HER WISH! FIRE!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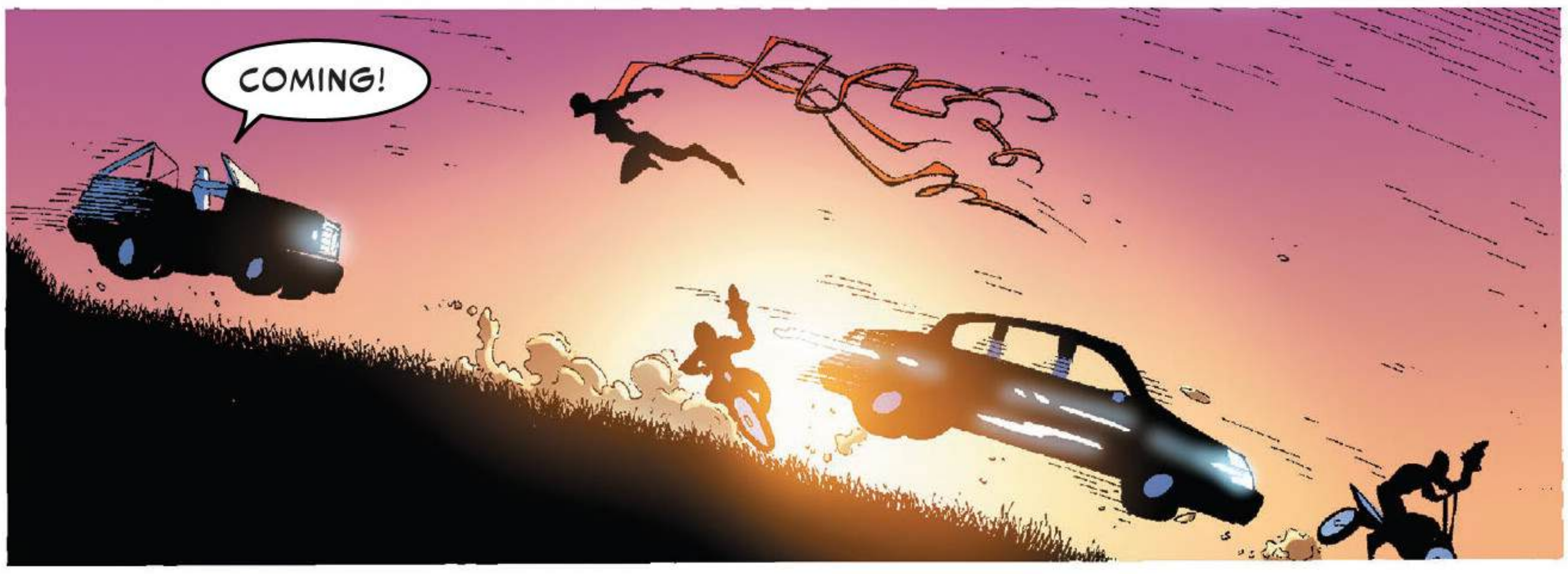
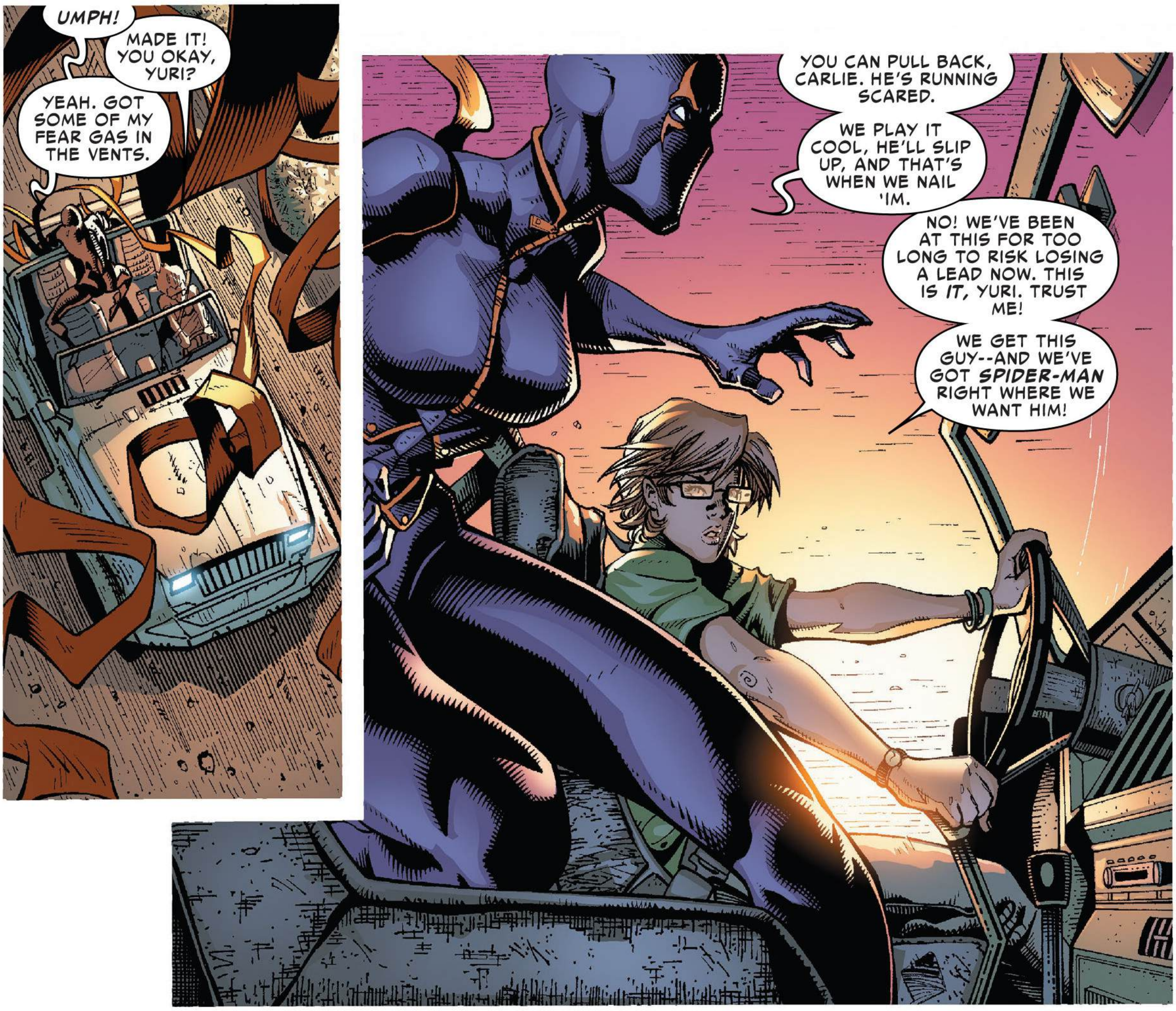

COMING!

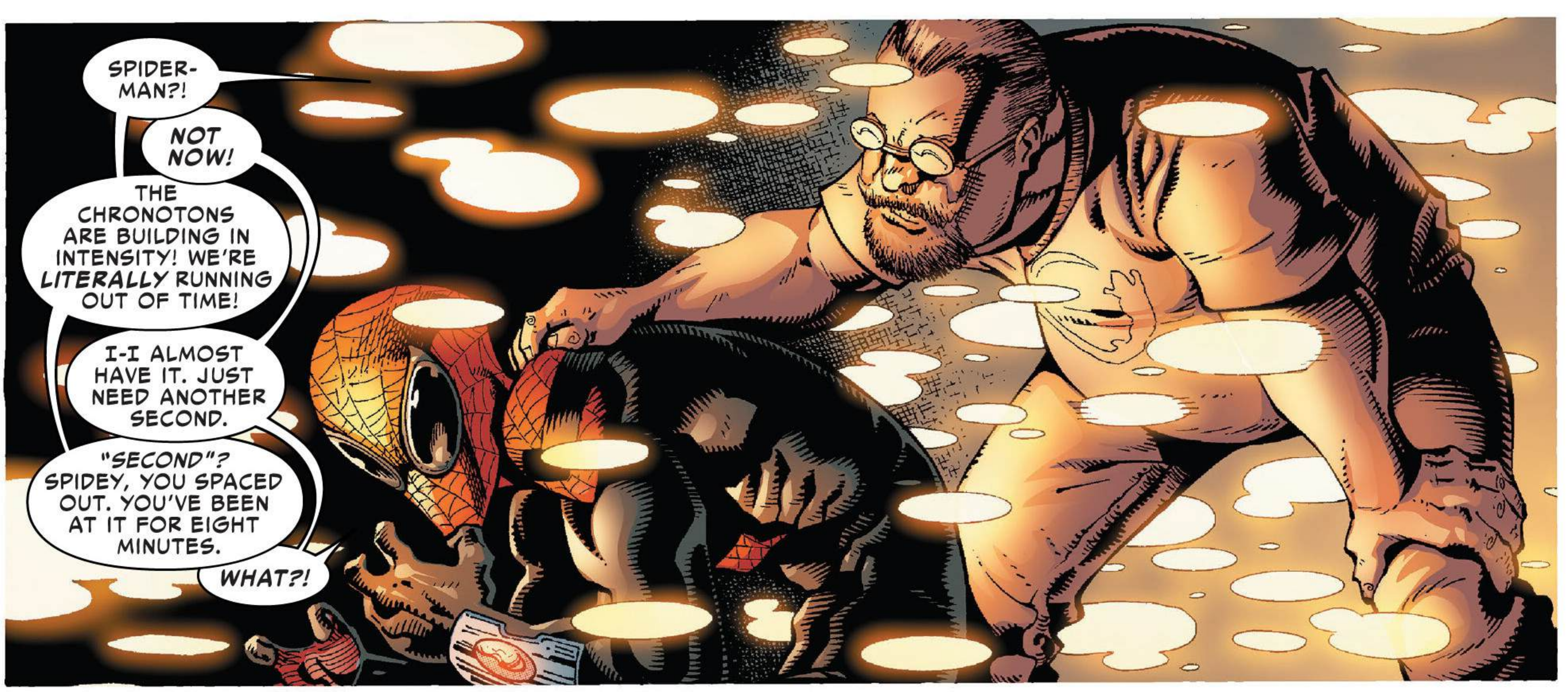

UMPH!
MADE IT! YOU OKAY, YURI?
YEAH. GOT SOME OF MY FEAR GAS IN THE VENTS.
YOU CAN PULL BACK, CARLIE. HE'S RUNNING SCARED.
WE PLAY IT COOL, HE'LL SLIP UP, AND THAT'S WHEN WE NAIL 'IM.
NO! WE'VE BEEN AT THIS FOR TOO LONG TO RISK LOSING A LEAD NOW. THIS IS *IT*, YURI. TRUST ME!
WE GET THIS GUY--AND WE'VE GOT ***SPIDER-MAN*** RIGHT WHERE WE WANT HIM!

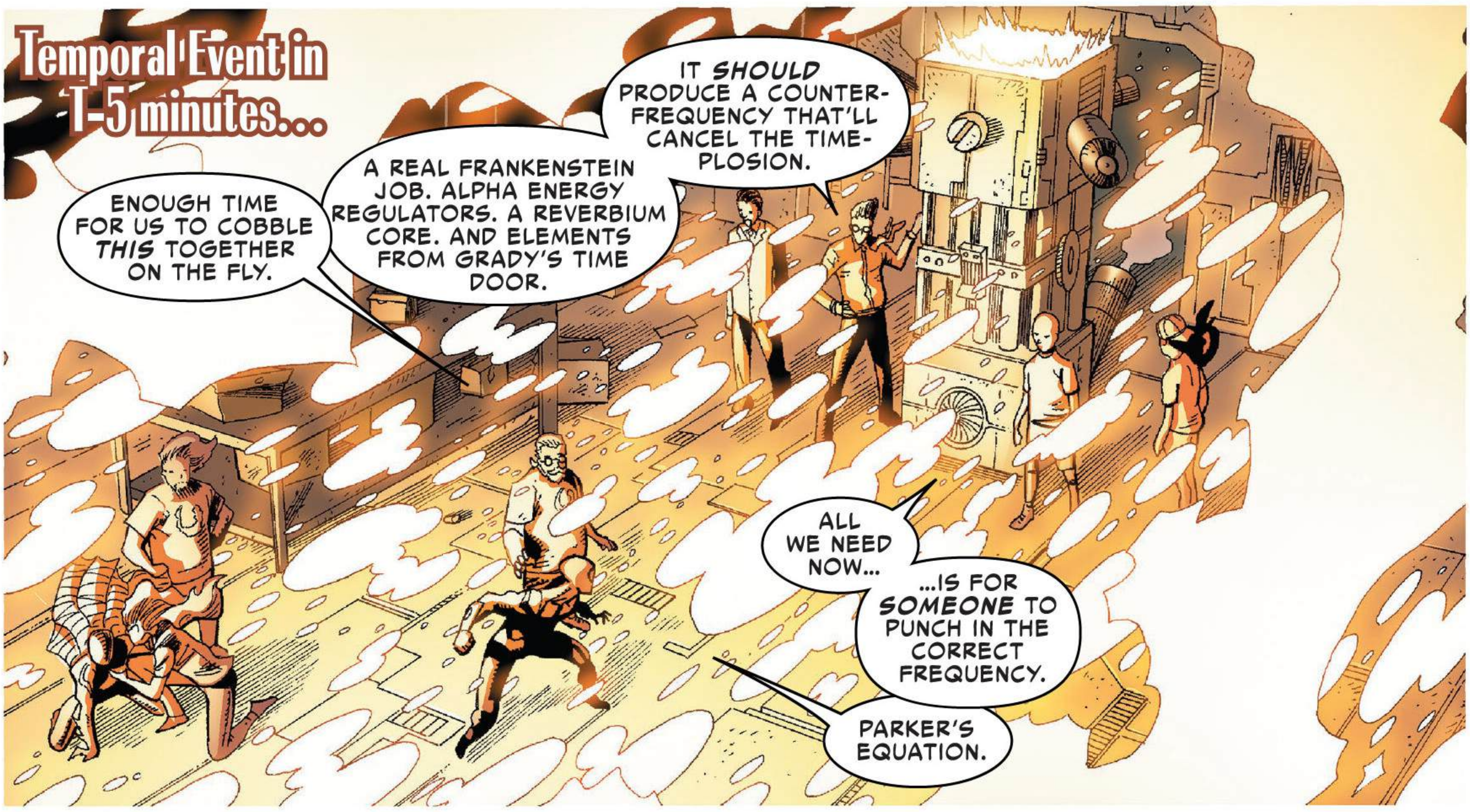
Horizon Labs.
TEMPORAL EVENT IN T-15 MINUTES.
THE MAYOR'S RIGHT! EVERYONE IN THERE'S A MENACE!
OH, GOD. WHAT'VE THEY DONE NOW?
HORIZON
WHOA! YOU JUST KILLED FUTURE SPIDER-MAN!
HE'LL BE FINE. AND BESIDES, THE LOUT HAD IT COMING.
WHATEVER. IT WAS STILL A CHEAP SHOT.
WHAT HE HAD WAS THE SOLUTION TO OUR CURRENT PREDICAMENT!
HORIZON LABS IS SET TO EXPLODE...
...AND YOU JUST RENDERED THE ONE PERSON WHO COULD SAVE US UNCONSCIOUS.
WATCH YOUR TONE, MODELL. NONE OF THIS IS MY DOING.
SPIDEY'S RIGHT, BOSS. IT'S TIBERIUS STONE'S FAULT.
HE SABOTAGED US. HE MADE ALL OF THIS HAPPEN!
YOU CAN'T PROVE THAT! AND-- AND I HAVEN'T BEEN HERE FOR WEEKS! HOW COULD I HAVE--
IT WAS MONTHS AGO. I'VE BEEN TO THE PAST. I'VE SEEN IT!
THREE DIFFERENT TIMES HE MESSED WITH OUR STUFF. AND NOW, ALL OF THAT...
...WORKING TOGETHER, IT'S CREATED THIS-- WELL--TIME BOMB!

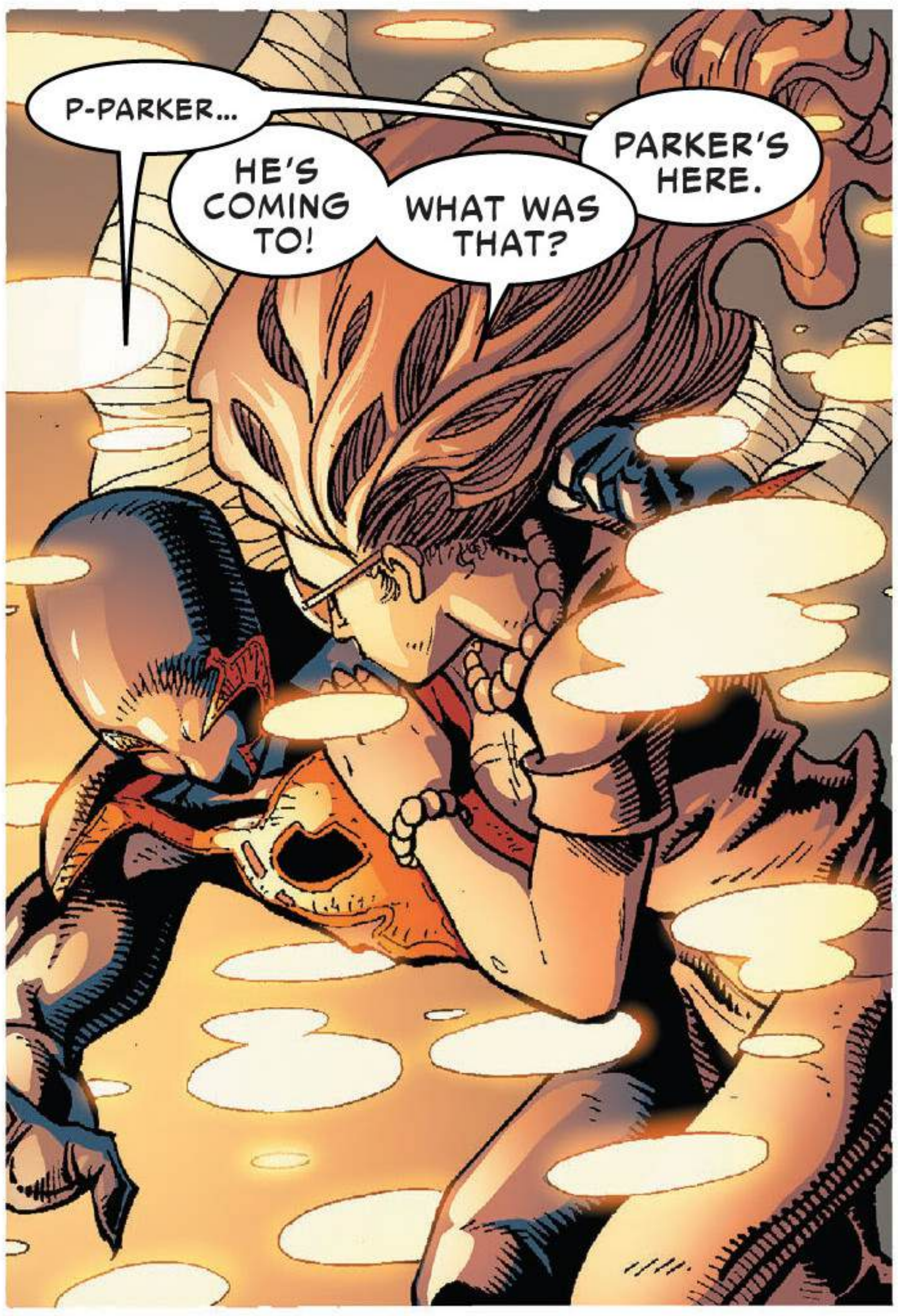
EXPLAIN. WHAT WERE THE THREE EVENTS?
HE UNLOCKED THE SAFETIES ON PARKER'S ALPHA ENERGY GENERATOR.
PLAYING WITH THE FABRIC OF *SPACE.*
HE RECALIBRATED *MY* TIME DOOR.
WHICH EXPLAINS THESE CHRONOTONS. THE FABRIC OF *TIME.*
AND HE TAMPERED WITH SAJANI'S ARTIFICIAL VIBRANIUM.
ADDING AN ALIEN HARMONIC FREQUENCY INTO THE MIX. HOW CAN WE HOPE TO CONTAIN THIS?!
CHILD'S PLAY. FIRST, MS. JAFFREY, WE'LL NEED A SAMPLE OF THAT METAL YOU'VE MADE.
REVERBIUM. I--I'LL GET SOME FROM MY LAB.
WHAT? YOU PROMISED ME YOU DESTROYED ALL OF IT.
UNBELIEVABLE.
DON'T CHIDE THE GIRL, MODELL. SHE WAS BEING RESOURCEFUL. AND IT WILL SAVE US ALL.
YOU, JACKSON, UNCOUPLE THE REGULATORS FROM THE ALPHA DEVICE AND BRING THEM HERE.
MAX?
DO IT.
MS. FISHBACH, STOP TENDING TO THAT MAN. I NEED YOU TO--
NO!
WHAT?!
THIS MAN'S FROM 2099. EVERYTHING WE'RE DOING IS PART OF A TIMELINE--
--A HISTORY WHERE HE SAYS WE'LL *FAIL.* HE'S THE *KEY* HERE.
AGREED. *HE'S* THE SPIDER-MAN WE SHOULD BE LISTENING TO.
HA! UNDERSTAND THIS--IN ALL OF SPACE AND FOR ALL OF TIME...
I AM THE *SUPERIOR SPIDER-MAN!*
Temporal Event in T-13 minutes.

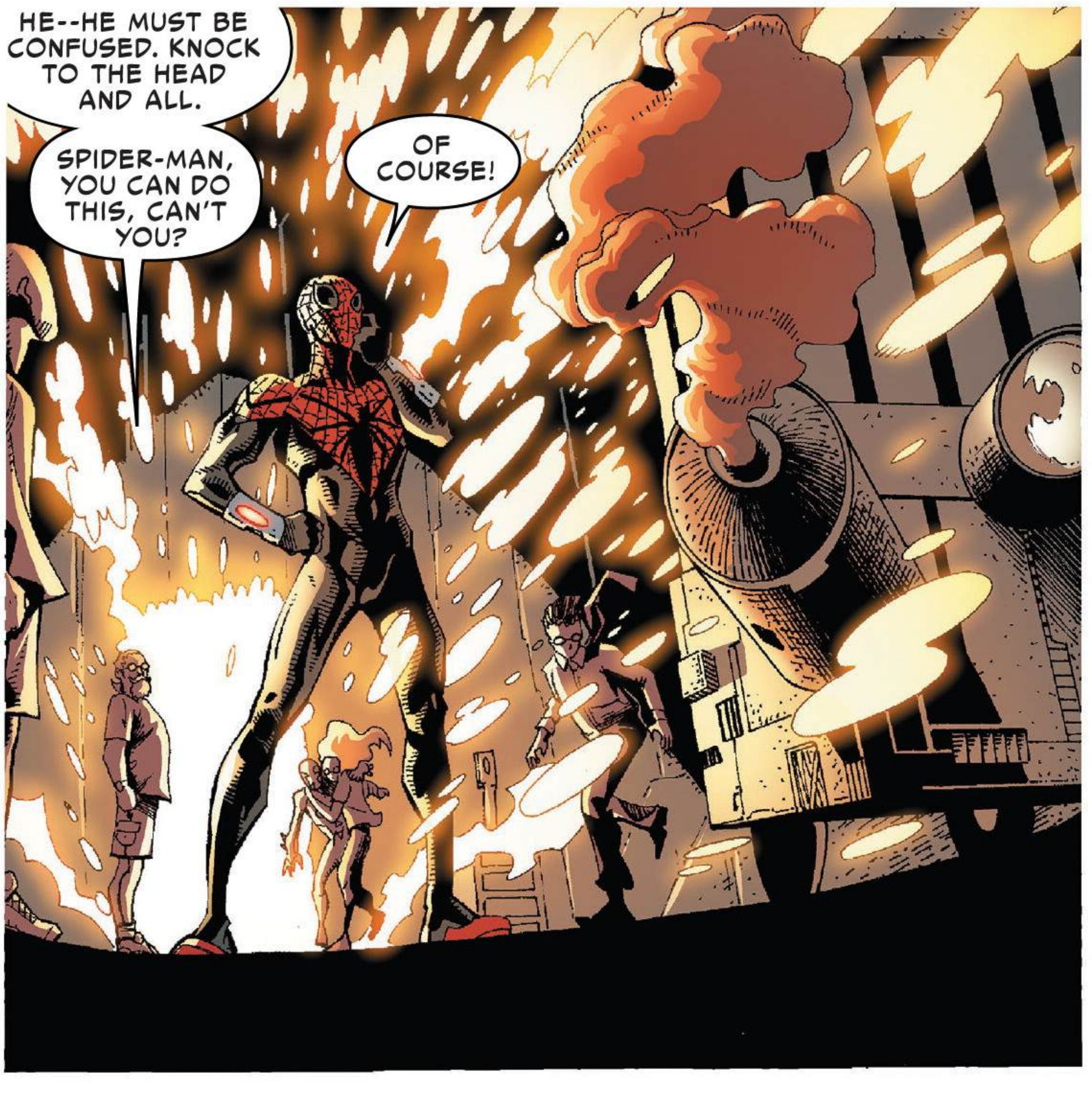
AND WHAT NONE OF YOU FOOLS SEEM TO REALIZE IS...*THIS* MAN'S THE KEY.
TIBERIUS STONE, OUR SCHEMING SABOTEUR! THAT FUTURE SPIDER-MAN DRAGGED YOU HERE AGAINST YOUR WILL!
YOU NEVER INTENDED TO BE AT THE *HEART* OF THIS CATACLYSM. DID YOU, STONE?
I--I HAD NO IDEA THAT WHAT I DID WOULD LEAD TO *THIS!* HOW COULD I?
UNIMPORTANT.
ALL THAT MATTERS IS THAT YOU ARE FAMILIAR WITH THE TECH.
YOU WILL ASSIST IN CONSTRUCTING A COUNTER DEVICE...
...OR SUFFER THE CONSEQUENCES WITH THE REST OF US!
SPIDER-MAN, WAIT! THERE'S ONE MORE PERSON WE NEED.
YOUR FRIEND, PARKER.
WHY?!
BECAUSE OF SAJANI'S ***REVERBIUM.***
IF WE'RE RIGHT, THIS IS ALL HAPPENING BECAUSE THE FABRIC OF SPACE AND TIME IS BEING SUBJECTED TO ITS DESTRUCTIVE VIBRATIONS.
AND PARKER WAS THE ONLY ONE WHO COULD SOLVE THE EQUATION TO CANCEL THEM OUT.
HE PULLED THAT OFF HIS FIRST DAY AT HORIZON. IT'S WHY I GAVE HIM THE JOB.
OF ALARM CLOCKS!
Y, I, EH, WAS NDERING IF OU'RE BUSY TONIGHT...
PETER, UMPTEEN YOU'RE J
ACCESSING MEMORIES...
YOU'RE HIS FRIEND. DIDN'T HE TELL YOU?
OF--OF COURSE HE DID.
SHE TH ON HER NEP
HIM *NOW!*
ACCESSING...
HE HASN'T YET SINCE WERS OF A SIGN MYSELF TUME! AND... UNT MAY!
YOU A LIT PETEY, BROUGHT SOME CRACK AND MILK!
WELL? DID HE MENTION THE EQUATION?!
QUIET! I'M THINKING!

I MAY HAVE *PURGED* ALL OF PARKER'S MEMORIES--
...HERE...
--BUT I CAN *STILL* RECALL THE ONES I'VE *ALREADY* ACCESSED!
PPEN? WHY?
FIRS BEN -- YEARS A -- THE SEC FRIEND --- I'VE
THE EQUATION! IT COULD BE IN ONE OF *THEM!*
RE CREEP WHO'S OING TO PAY!
--YOU *KILLED* THE WOMAN I LOVE --
THINK! DAMN IT!
I DID IT! I'M FREE!
IS IT THERE? IN ONE OF THE *FEW* IMPRESSIONS I STILL POSSESS OR IS IT...
HERE LIES SPIDER SLAIN BY THE HU
I LOVE YOU.
E IT TIGER
DON'T FATTEN HIM TOO MUCH, DEAR! I HARDLY OUT-WREST HIM *NOW!*
...LOST?


SPIDER-MAN?!
NOT NOW!
THE CHRONOTONS ARE BUILDING IN INTENSITY! WE'RE *LITERALLY* RUNNING OUT OF TIME!
I-I ALMOST HAVE IT. JUST NEED ANOTHER SECOND.
"SECOND"? SPIDEY, YOU SPACED OUT. YOU'VE BEEN AT IT FOR EIGHT MINUTES.
WHAT?!


Temporal Event in T-5 minutes...
ENOUGH TIME FOR US TO COBBLE *THIS* TOGETHER ON THE FLY.
A REAL FRANKENSTEIN JOB. ALPHA ENERGY REGULATORS. A REVERBIUM CORE. AND ELEMENTS FROM GRADY'S TIME DOOR.
IT *SHOULD* PRODUCE A COUNTER-FREQUENCY THAT'LL CANCEL THE TIME-PLOSION.
ALL WE NEED NOW...
...IS FOR *SOMEONE* TO PUNCH IN THE CORRECT FREQUENCY.
PARKER'S EQUATION.


P-PARKER...
HE'S COMING TO!
WHAT WAS THAT?
PARKER'S HERE.


HE--HE MUST BE CONFUSED. KNOCK TO THE HEAD AND ALL.
SPIDER-MAN, YOU CAN DO THIS, CAN'T YOU?
OF COURSE!

Temporal Event in 1-4 minutes...
IF PARKER COULD SOLVE THIS, SO CAN I!
I AM OTTO GUNTHER OCTAVIUS!
AND MY INTELLECT IS SUPERIOR!
TIK TEK TAKK TIKK EHHRTT
YOU--YOU DON'T HAVE IT. DO YOU?
I WOULD IF YOU'D STOP BLATHERING ON!
I HAVE THIS!
...
EVERYONE OUT!
NOW!
TAKK TEK TIK TAKK EHHRTT
YOU HEARD THE MAN!
OUT OF MY--
WAYKK--
NO!
NOT YOU, STONE!
NOT THIS TIME!
LET GO! DON'T YOU GET IT?
EVERYTHING THAT LITTLE HOLOGRAM WOMAN OF YOURS SAID IS COMING TRUE!
WE FAILED! HORIZON'S GONNA EXPLODE! WE DIDN'T CHANGE HISTORY!
DO YOU MIND? I'M WORKING.
TIK TAKK TEK EHHRTT

Temporal Event in T-3 minutes...
AHH! WHAT'S HAPPENING TO YOU?!
WRONG, BITHEAD. I *AM* CHANGING HISTORY.
I'M MAKING A *BETTER* FUTURE.
ONE WITHOUT ALCHEMAX. WITHOUT STONES. WITHOUT--
SPIDER-MAN?! COME IN!
Nueva York, 2099.
WHATEVER YOU'RE DOING IN 2013--*STOP IT!*
MY PERSONAL TIMELINE--IT'S ALMOST ALL GONE!
SHOCK ME!
SIR, IT'S NOT JUST YOU! IT'S EVERYTHING! EVERYWHERE!
IT'S THE *ENTIRETY* OF THE TIMELINE!
ALL OF 2099 IS BEING *UNWRITTEN!*
EVERY LAST PART OF IT IS BECOMING *UNDONE!*
MY FRIENDS. MY FAMILY. EVERYONE I'VE EVER KNOWN--
NO! A NEW TIMELINE WILL TAKE ITS PLACE. THEY'LL BE FINE.
OR MAYBE NOT.

Temporal Event in T-2 minutes...
PLEASE VACATE THE AREA!
EMERGENCY VEHICLES PULL BACK!
HORIZON
WHAT IN SAM HILL HAVE YOU POWER-MAD POINDEXTERS DONE NOW?!
MR. MAYOR! I APOLOGIZE.
THESE ARE CHRONOTON PARTICLES THAT HAVE BEEN ACCELERATED BY--
SAVE IT FOR YOUR SENTENCING, MODELL!
F.D.
JUST TELL ME! IS THIS IT?! THE BIG ONE?!
ARE YOU ABOUT TO BLOW UP MY CITY?!
PERFECT.
THERE'S STILL HOPE, SIR. SPIDER-MAN'S IN THERE.
HE COULD STILL SAVE US.
AH! I SEE WHAT YOU DID, PARKER.
THE REVERBIUM IS IMPERFECT VIBRANIUM. YOU NEEDED TO EXPRESS THAT IMPERFECTION IN IN YOUR EQUATION...
...LIKE SO.
Temporal Event in T-1 minute...
KNEW I'D FIGURE IT OUT.
TIKK TEK TAKK
AFTER ALL, I AM...
EHHRTT

...INFERIOR?!
NO!
HURRY!
CAN'T BELIEVE I'M SHOCKING DOING THI--
K'RA-K'OOOM

DEAR GOD. IT'S GONE. HORIZON'S GONE!
YEAH BUT, THE REST OF NEW YORK'S SAFE.
A CONTROLLED IMPLOSION!
DID SPIDER-MAN DO THAT?
EVERYONE GET OUT IN TIME?
LOOK! OVER THERE!
STONE.
AND THE *OTHER* SPIDER-MAN.
I-I'M WHOLE AGAIN. DID THAT DO IT? TYLER? ALCHEMAX? COME IN...
HA! KNEW THAT'D WORK!
BUT WHAT ABOUT *OUR* SPIDER-MAN?
WE COULD ONLY BE SO LUCKY. TRUST ME. I'VE BEEN HERE TOO MANY TIMES.
BUT HE WAS IN THERE WHEN IT--
I'LL BELIEVE HE'S GONE WHEN I SEE HIS WALL-CRAWLING CORPSE. MAYBE NOT EVEN THEN.
IS THAT IT? ARE WE DONE HERE?
YES, MR. STONE. ACCORDING TO ALL OF OUR DATA...
...THE TIMELINE'S BEEN FULLY RESTORED. THE THREAT'S PASSED.
CHRONOTON LEVELS ARE DROPPING. EVERYTHING'S BACK TO NORMAL.

INCLUDING YOURSELF, SIR.
YES.
BACK TO THE TYLER STONE WE ALL KNOW AND LOVE.
SO ALL THAT REMAINS IS TO RETRIEVE OUR SPIDER-MAN BACK FROM THE HEROIC AGE.
SADLY, GENTLEMEN, I DON'T THINK THAT'S POSSIBLE. YOU SEE...
...APPARENTLY OUR TIME TRAVEL DEVICE...
...HAS BEEN *IRREPARABLY* DAMAGED.
SIR?! WHAT'VE YOU DONE? IT'LL TAKE WEEKS TO RESTORE THAT BACK TO ITS--
I SAID "*IRREPARABLE.*" DO YOU UNDERSTAND ME?!
Y-Y-YES, MR. STONE.
SON OF A GLITCH! I'VE LOST CONTACT WITH 2099!
LYLA, COME IN. ARE YOU STILL HERE ON A FULL DL?
YES, MIGGY.
WAS THAT LOSS OF SIGNAL DELIBERATE? DID TYLER STONE--
STRAND YOU IN THE PAST? YUP.
I'M A PROGRAMMABLE HOLOGRAM, AND EVEN I SAW THAT COMING.
BUT...
HE'S TRAPPED ME HERE WITH HIS ANCESTOR WHO I CAN...
...DO ABSOLUTELY NOTHING TO. I SHOWED MY HAND. BOTH STONES KNOW...
...I WON'T DO ANYTHING TO HARM HIM. NOT WITHOUT RISKING EVERYTHING I CARE ABOUT BACK HOME. THE MAN'S UNTOUCHABLE.
SO LONG, MAX. ENJOY YOUR HOLE IN THE GROUND, AND ALL OF YOUR NUMEROUS LAWSUITS...

"...I'VE GOT PLACES TO BE."
ALCHEMAX
OSCORP
MR. BANKS. MR. STONE. LET ME BE THE FIRST TO WELCOME YOU TO THIS BOLD ENDEAVOR.
THE FOUNDATION OF THIS ALL-NEW MEGA CORP. MY FATHER'S COMPANY, *ALLAN CHEMICAL*, MERGED WITH MY SON'S HOLDINGS IN *OSCORP*...
...AND THE INTELLECTUAL PROPERTIES TIBERIUS HELPED US ACQUIRE FROM *HORIZON LABS.*
GENTLEMEN, I GIVE YOU *ALCHEMAX.*
LONG MAY SHE STAND.
TO *ALCHEMAX!*
EXCUSE ME...
...DIDN'T MEAN TO BREAK THIS UP. PERSONNEL SENT ME.
I'M LOOKING FOR TIBERIUS STONE.
HERE.
I'VE BEEN ASSIGNED AS YOUR PERSONAL ASSISTANT, SIR.
HM. I DON'T REMEMBER REQUESTING ONE. MISTER...?
O'MARA. MICHAEL O'MARA. LYLA SET IT UP.
LYLA? WHO'S... HMM. WELL, THIS LOOKS OFFICIAL.
ALL RIGHT, O'MARA. WE START ON MONDAY.
STICK CLOSE, PAY ATTENTION, AND YOU MAY JUST HAVE A BRIGHT FUTURE WITH THIS COMPANY.
YES, SIR. THAT'S THE PLAN...
...BITHEAD.
"LET ME MAKE THIS PERFECTLY CLEAR. HORIZON IS *DEAD.*"

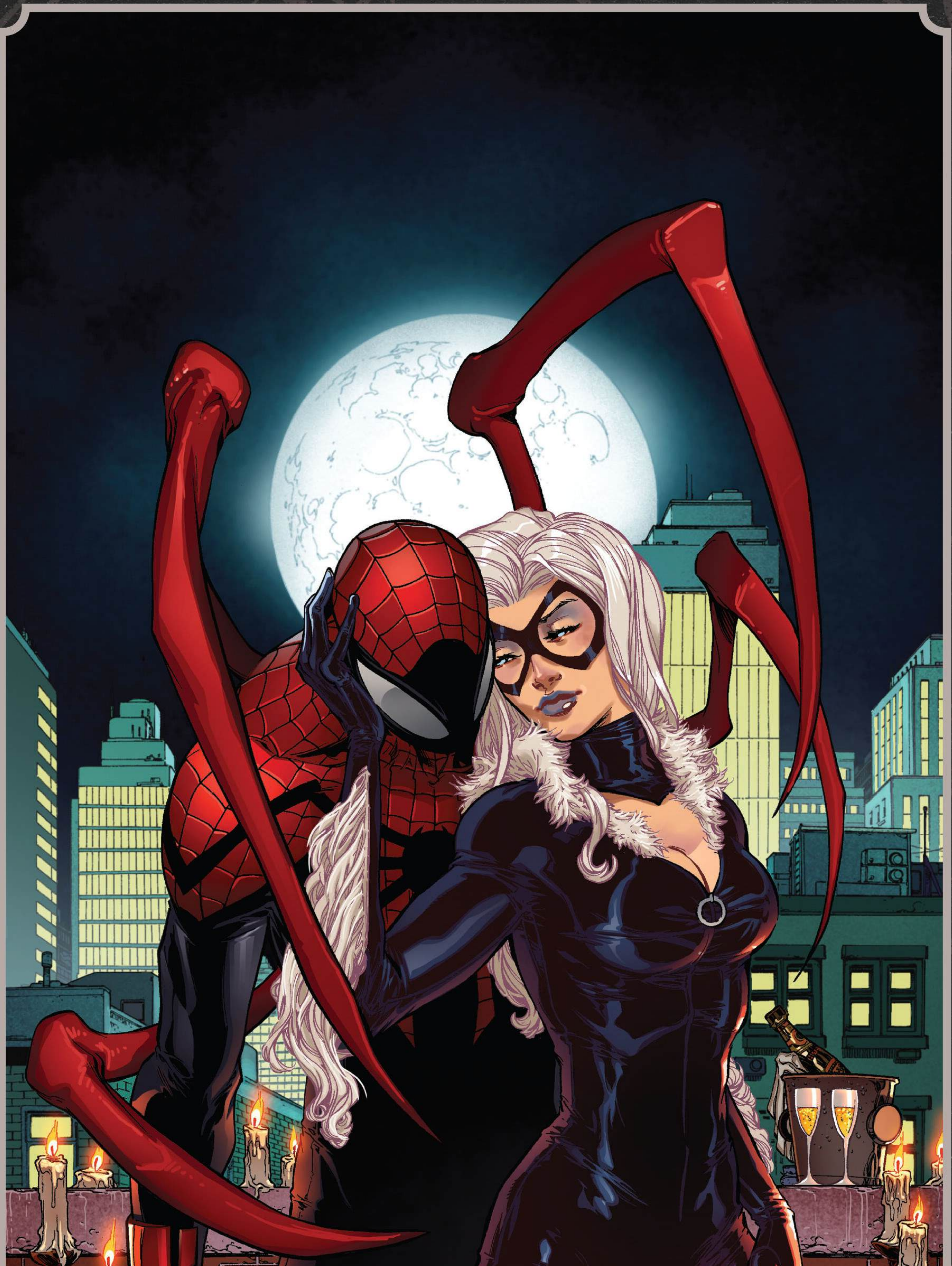
YOU DON'T RESTART, REBUILD, OR RE-ANYTHING IN MY CITY AGAIN.
NOT WHILE I'M MAYOR.
IF YOU AGREE TO THAT, MODELL...
...I'LL PULL SOME STRINGS WITH MY CONTACTS IN WASHINGTON AND GET THE FEDS OFF YOUR BACK.
DO WE HAVE A DEAL?
THAT'S...VERY GENEROUS OF YOU, JONAH.
I'M ONLY DOING THIS BECAUSE...MARLA CONSIDERED YOU A GOOD FRIEND.
WE GOT OFF LUCKY THIS TIME, MODELL. BUT I SWEAR...
...IF I EVER FIND YOU'RE PULLING ANY OF YOUR SCIENCE SHENANIGANS IN MY TOWN--
YOU HAVE MY WORD, MAYOR JAMESON.
ALL RIGHT, GRADY, WE BETTER BE QUICK ABOUT THIS.
YOU GOT IT, BOSS.
MAX! THIS IS INSANE. YOU'RE GOING TO DO THIS HERE?! *NOW?*
RIGHT AFTER YOU *PROMISED* THE MAYOR OF NEW YORK YOU WOULDN'T--
WE HAVE TO, HECTOR. AFTER ALL THE GOOD SPIDER-MAN'S DONE FOR THIS CITY...
...AND *ALL* THE TIMES HE SAVED *US* AT HORIZON, HOW COULD WE DO ANY LESS?
THERE HE IS, MAX! JUST LIKE I TOLD YOU!
THE ENERGY FROM THE CHRONOTON IMPLOSION IS FADING.
BUT THERE'S A *LIFE SIGN* IN THERE. IT'S GOTTA BE HIM!
IF WE CAN REVERSE THE POLARITY OF THE NEUTRON FLOW, WE SHOULD BE ABLE TO...

--I'LL FIND A WAY! YOU HAVEN'T HEARD THE LAST OF DOCTOR-- WHAT?!
WHERE AM I?
2013, DUDE! WE DID IT, SPIDEY! YOU'RE BACK.
SO? WHERE'D YOU GO, MAN?
I-I DON'T KNOW. CAN'T REMEMBER.
SPIDER-MAN.
MODELL.
FROM THIS POINT ON, I CONSIDER US EVEN. YOU GO YOUR WAY, I GO MINE. AGREED?
VERY WELL.
AND THAT GOES FOR YOUR FRIEND PARKER, TOO.
I WAS WRONG ABOUT THE TWO OF YOU, ON EVERY LEVEL. I THINK IT'S BETTER FOR ALL OUR SAKES...
"...IF WE CONSIDER THIS CHAPTER CLOSED."

I'VE BEEN MISSING FOR NINE HOURS. AN ENTIRE NEWS CYCLE. WHAT NOW? DO I ISSUE A PRESS RELEASE? CONTACT THE AVENGERS?
I NEVER HAD TO DEAL WITH THIS ANY OF THE TIMES I "DIED" AS DOCTOR OCTOPUS. WHAT A CHORE.
YOU HAVE SIXTEEN NEW MESSAGES.
PETE, IT'S MJ. I JUST SAW ON THE BUGLE'S WEB SITE. ARE YOU OKAY?
BEEP
PETER, DEAR? IT'S AUNT MAY. I THOUGHT WE WERE HAVING DINNER TONIGHT. ARE YOU ON THE WAY?
BEEP
HEY, SLICK. IT'S ANNA MARIA. JUST CHECKING IN.
BEEP
PETER? IT'S AUNT MAY AGAIN. DID I GET THE DATE WRONG?
BEEP
PETE, IT'S MJ. PICK UP. I JUST WANT TO KNOW IF YOU'RE ALIVE OR DEAD, ALL RIGHT?
BEEP
PETE, IT'S MJ. I KNOW YOU'VE BEEN DUCKING ME, BUT--
BEEP
PETE, IT'S MJ. I DON'T KNOW WHAT TO DO. DO YOU NEED AN EXCUSE FOR MAY? I CAN'T LEAVE HER HANGING--
PETE, IT'S MJ--
BEEP
PETE, IT'S MJ--
BEEP
PETE, IT'S MJ--
BEEP
CALL MARY JANE WATSON.
DEAR LORD, THIS WOMAN NEEDS TO MOVE ON. AND IT'S TIME I TOLD HER ONCE AND FOR ALL.
BREET BREET.
FINALLY.
LOOK. DON'T SAY ANYTHING. I'M BUSY FIXING UP THE CLUB.
Y'KNOW, THE ONE THAT BURNT DOWN...
...THE ONE YOUR PAL SPIDER-MAN COULDN'T BE BOTHERED TO SWING BY.
I WAS BUSY. FIGHTING CRIME. PROTECTING THE ENTIRE CITY.
I SENT FIRE TRUCKS THERE. MY BOTS REPORTED BACK YOU WERE FINE AND I--
DID SQUAT. I'M JUST MAKING SURE YOU'RE STILL ALIVE. THAT'S WHAT PEOPLE DO.
I DON'T WANT THIS RESPONSIBILITY ANYMORE. CARLIE KNOWS THE SCORE. SHE CAN CHECK IN ON YOU.
I GET THAT STUFF'S HAPPENED TO YOU. EVER SINCE SABLE DIED, SINCE YOU ALMOST KILLED CURT CONNORS, SINCE OCK KIDNAPPED ALL OF US--
YOU'VE CHANGED. AND IT'S TIME I CHANGED, TOO. I'M MOVING ON.
SO LONG, TIGER.

South Street Seaport.
Once the home of Horizon Labs.
You sure this is cool, Mr. Modell? Like, doesn't Alchemax own your boat now, too?
The Zenith is one of my personal possessions, Mr. Scraps. As long as we don't fly the Horizon flag, we should be fine.
Well, if everyone's here, what say we set sail?
Mr. Jackson? My offer still stands.
I can't, Max. Mom thinks I should take a break from all of this.
So what? No room on board for me?
Sorry, Sajani, but I'm running very low on trust right now.
All right, team. Time to start anew. Onwards...
...to *new* horizons.
BREEP BREEP
There goes everybody.
Parker?
Well... everybody I care about.
What do you want?
Actually, Ms. Jaffrey, this is about what *I* can do for *you*.
You're a resourceful woman, Sajani. And I believe I have an interesting proposition for *you*.
Trust me. For every door that closes, another opens.

Grand Tauró.
THE PRIVATE COMPOUND OF ANTOINE MORANT.
WHAK
KEEP THEM BACK! DAMN IT, WHAT DO I PAY YOU FOR?!
C'MON! HURRY!
WHRRRR
MORANT! AWAY FROM THE SHREDDER!
HE'S NOT PAYING ATTENTION.
CARLIE?
BLAM
38
SON OF A--
YOU KILLED IT!
WHR-FZZZ
ALL RIGHT, LET'S SEE WHAT'S SO IMPORTANT...
...THAT IT'S THE FIRST THING YOU'D WANT TO DESTROY!
PLEASE! YOU HAVE NO IDEA WHAT HE'LL DO TO ME!
OH, I THINK I HAVE THE PERFECT HANDLE ON THIS.
HMM. SOLDIERS OF FORTUNE, VEHICLES, AND SCIENTIFIC EQUIPMENT--
--PURCHASED AND SHIPPED TO SPIDER-ISLAND...
...STRAIGHT FROM THE SECRET BANK ACCOUNT OF...
...OTTO GUNTHER OCTAVIUS.
GOTCHA!



SUPERIOR *Spider-Man* #20 “SUCKER PUNCH”

Months ago...
COLUMBUS CIRCLE.
I-I DON'T WANT THIS.
TOO LATE. CAREFUL WHAT YOU WISH FOR... SPIDEY.
TELL ME, WHY DO I-- HOW CAN I DO THIS?
BECAUSE YOU HAVE TO. BECAUSE...
WITH GREAT POWER...
...MUST COME GREAT RESPONSIBILITY.
I UNDERSTAND.
YOU BETTER. YOU'RE SPIDER-MAN NOW.
SPIDEY! BE CAREFUL!
MJ?
TH-THEY'RE ALL HERE.
LET ME SEE THEM.
HERE.
PROMISE ME YOU'LL KEEP THEM SAFE.
I... PROMISE.
HM. THAT'S ALL I...
...EVER--
PETER?
31
P-PEEP P-PEEP P-PEEP
Across town...
THE COLUMBIA UNIVERSITY MEDICAL CENTER.
PAGING DOCTOR MONDRIAN.
DOCTOR MONDRIAN AND TEAM TO THE COMA WARD.
IS IT ONE OF THE JOHN DOES?
THE PATIENT IN 9B. THEY'RE SHOWING INCREASED BRAIN ACTIVITY.
THEY'RE COMING OUT OF THEIR COMA!
WONDER WHAT BROUGHT THIS ON...

REMOVE THE FEEDING TUBE.
BREATHING'S ERRATIC.
I DON'T LIKE THESE READINGS. CLEAR AN O.R. AND GET ME SOMEONE FROM CARDIOLOGY.
DR. HOYLE IS ON CALL.
FINE. NOW MOVE.
CAN'T BELIEVE THE WEEK WE'VE BEEN HAVING...
FIRST THE WOMAN WHO CALLED IN HER *OWN* COMA....
...THEN OSBORN'S BODY GOES MISSING, AND NOW *THIS*.
WHAT'S NEXT?!
JANE DOE
MNNN...
THE WEB...
THE GREAT WEB IS COMING UNDONE.
SOON...SO SOON...EVERY SPIDER...
ALL THE SPIDERS WILL DIE!

THERE. A COMPLETE SUCCESS. YOU'RE GOING TO BE FINE.
YOU HAVE BEEN ASLEEP FOR SOME TIME THOUGH.
YOUR MUSCLES HAVE ATROPHIED. YOU MIGHT FIND IT HARD TO MOVE FOR A WHILE. OR EVEN TO SPEAK. BUT I ASSURE YOU--
OTTO...
OTTO OCTAVIUS...
WHERE IS HE? I...NEED TO KNOW.
IS HE...?
THAT'S WEIRD. IN A COMA ALL THAT TIME, AND THEY'RE ASKING ABOUT DOC OCK. *NOW?*
WHAT DO YOU MEAN?
WELL, IT'S ALL OVER THE NEWS. DOCTOR OCTOPUS JUST *DIED*.
WHAT?!
NOOOO!
K-FLANG
"YOU'RE GOING TO KILL ME."

Present Day.
MIDTOWN MANHATTAN.
I'M RUNNING LATE, AREN'T I?
JUST A LITTLE, SLICK.
I PROMISE I SHALL BE THERE PRESENTLY. AND THIS TIME, MY DEAR MS. MARCONI...
...DINNER IS ON ME.
THAT'S NOT A PLUS, PETER. I LOVE COOKING. IT FEELS WEIRD HAVING SOMEONE ELSE MAKE ME DINNER...
...LIKE LETTING THEM SHARE MY TOOTHBRUSH.
OH MY.
WAS THAT A EUPHEMISM? PARKER WOULD KNOW. I'M...NOT GOOD AT THESE THINGS.
YOU STILL THERE?
WHAT'S THE MATTER, SLICK? CAT GOT YOUR TONGUE?
UM...
ALERT. UNIT #872 REPORTING.
FELONY IN PROGRESS.

I'LL CALL YOU BACK.
SOMETHING IMPORTANT JUST POPPED UP.
OOH. ALONG CAME A SPIDER.
AND HERE I THOUGHT TONIGHT WAS GOING TO BE ALL WORK AND NO FUN.

FELICIA HARDY. A.K.A. THE BLACK CAT.
WHY SO FORMAL, LOVER? LONG TIME NO...
KRAKK
A TOOTH!
YOU JUST COST ME A *TOOTH!*
WHAT THE HELL ARE YOU *DOING?*
APPREHENDING A CRIMINAL.
I'M SPIDER-MAN. THIS IS WHAT I *ALWAYS* DO.

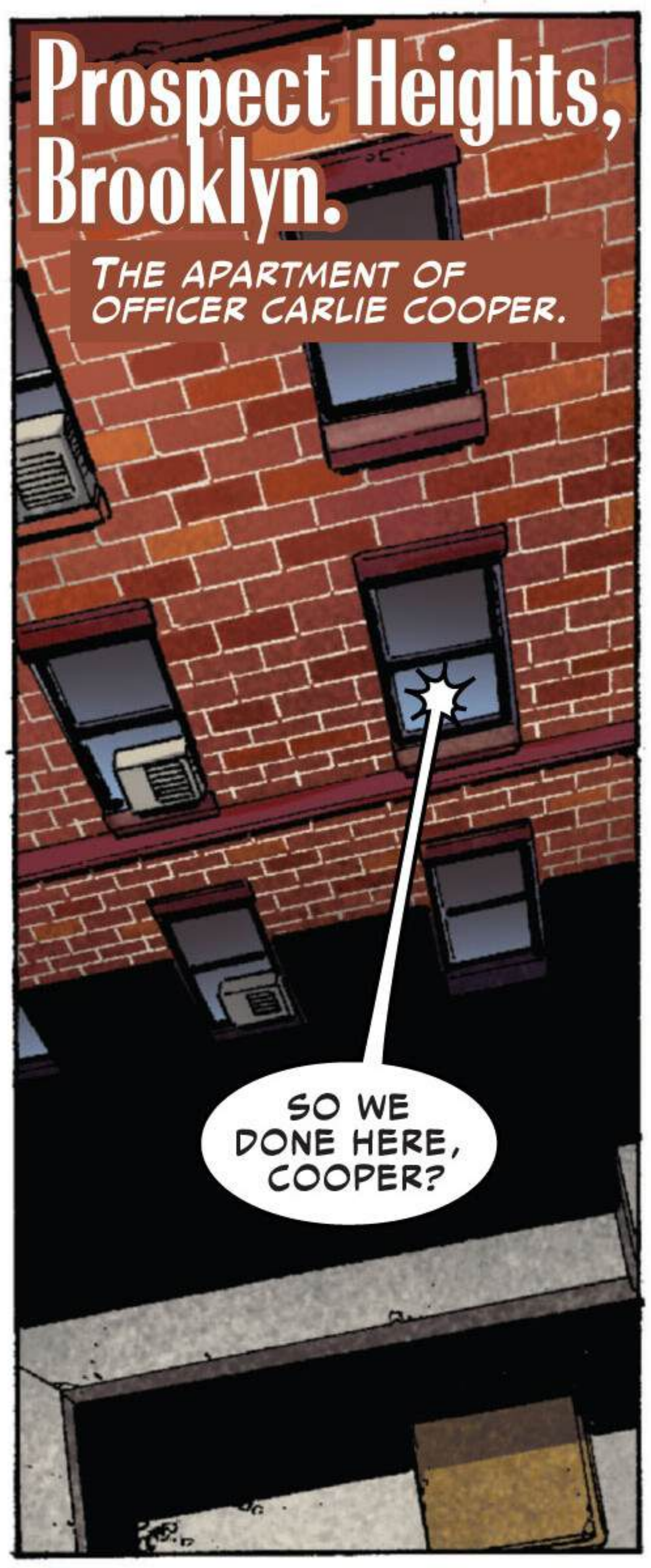
CAN'T BELIEVE YOU'D--
WE ALWAYS HAD A *WAY* OF DEALING WITH THIS. A DANCE. A BACK AND FORTH.
THE TWO OF US, WE WERE--
NO MORE.
IN THE PAST, I'VE TRIED TO KILL THIS WOMAN.
MORE THAN ONCE.
UNH!
BUT IT'S DIFFERENT NOW.
WAK
I FIGHT FOR JUSTICE. I DO WHAT NEEDS TO BE DONE.
ALL TO MAKE THIS WORLD A BETTER PLACE.
WAIT!
THWIP
THERE. THAT SHOULD HOLD YOU.
YOU CAN'T LEAVE ME LIKE--
I'VE ALERTED THE AUTHORITIES. THEY SHOULD BE HERE WITHIN THE HOUR.
PHONE. REDIAL.
SORRY ABOUT THAT, HONEY. I'M ON MY WAY. NO. IT WAS NOTHING.
I WON'T FORGET THIS, SPIDER.
EVER.
"WHY, MR. PARKER..."

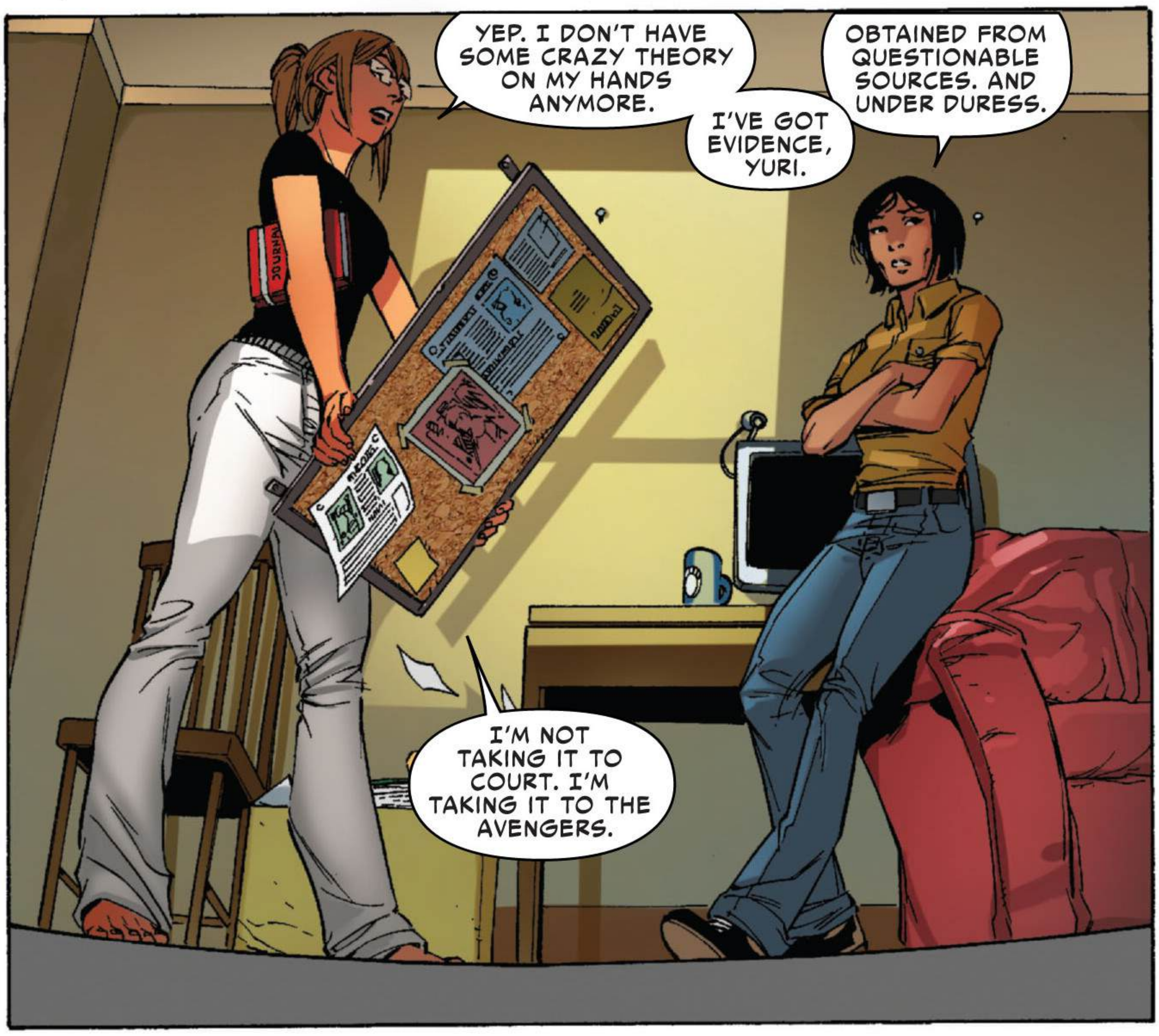
...I THOUGHT YOU WERE GOING TO BE LATE.
I MADE UP FOR LOST TIME.
AND I THOUGHT YOU WERE BRINGING FOOD.
FOLLOW ME.
EASY, SLICK. LITTLE PERSON. TINY LEGS. SLOW DOWN.
ANNA, TRUST ME.
I'VE SPENT A LIFETIME GOING SLOW. PLOTTING. PLANNING. BIDING MY TIME.
WHILE I'M YOUNG, WHILE I HAVE THIS CHANCE, WHILE I'M WITH YOU...
...I SHALL NOT WASTE A SINGLE MOMENT.
AND I WILL MAKE EVERY ONE OF THEM *SPECIAL.*
HERE. HOLD ON.
WOW! THIS IS... AMAZING.
ONE OF THE PERKS OF DESIGNING TECH FOR SPIDER-MAN. NICE.
WE'LL HAVE TO EAT FAST, THOUGH. DOESN'T THIS STUFF GO AWAY IN AN HOUR?
NOT ANYMORE.
I IMPROVED ON THE FORMULA. THIS BATCH STAYS UP INDEFINITELY...
...UNTIL I ACTIVATE A DISSOLVING AGENT.
I ALWAYS TRY TO KEEP IMPROVING.
TRUST ME, PETE, YOU DO.
EVERY TIME I SEE YOU.

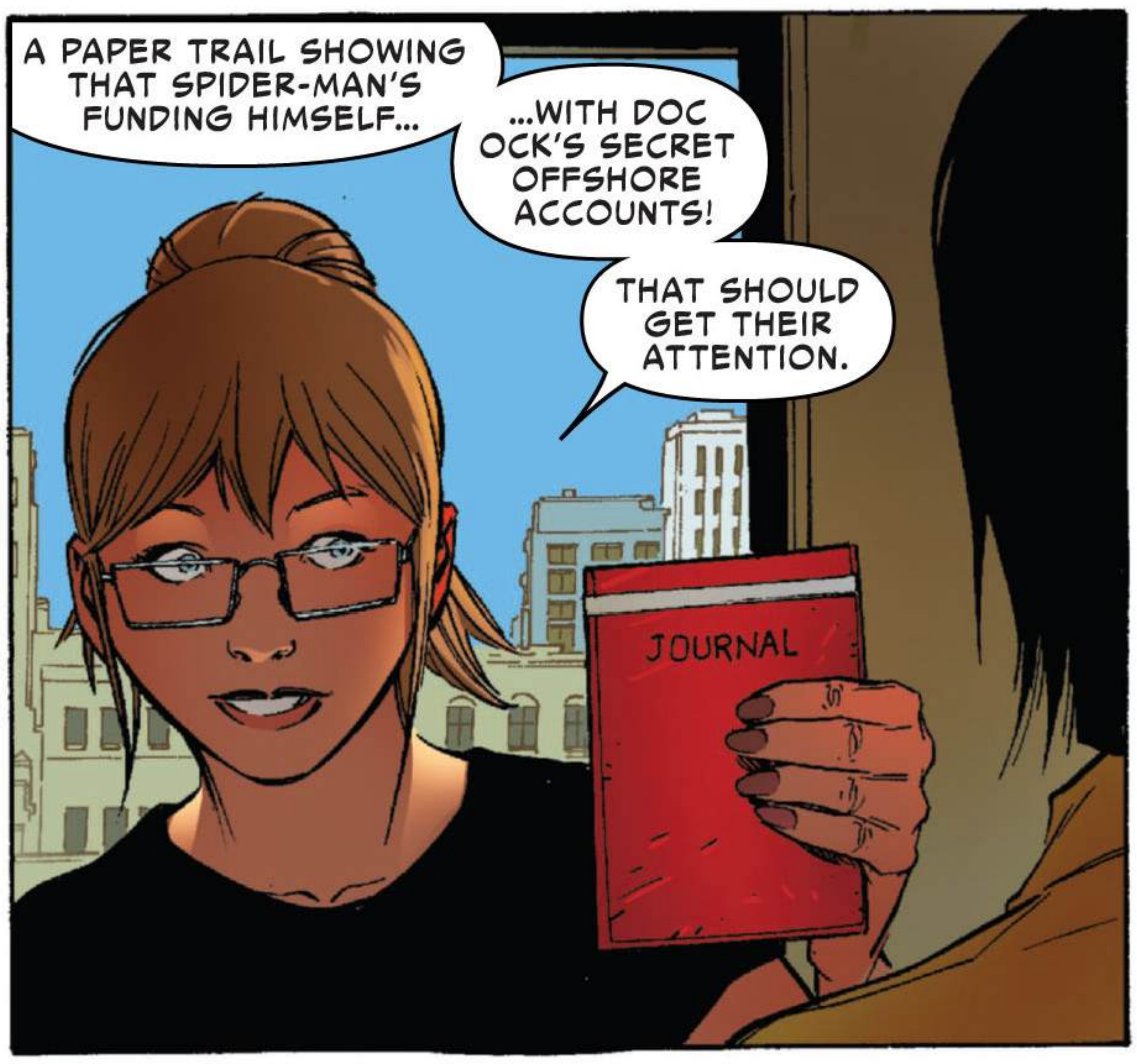
THAT'S ABOUT TO BE A LOT LESS THOUGH, ISN'T IT?
TOMORROW YOU PRESENT YOUR THESIS. YOU'LL BE A DOCTOR SOON.
AND YOU WON'T BE AROUND THE CAMPUS ANYMORE. ON TO BIGGER AND BETTER THINGS.
TRUE. THAT'S WHY TONIGHT...
...I HAVE A *PROPOSAL* FOR YOU.
TALK ABOUT MOVING FAST, SLICK.
OH! ANNA MARIA, NO. I--I MEANT A *BUSINESS* PROPOSAL.
HERE. IT'S A BIT PREMATURE, BUT I'VE HAD THESE MADE UP.
DR. PETER PARKER
KER INDUSTRIES
PRESIDENT & CEO
I'M APPLYING FOR THE BUSINESS LOAN TOMORROW.
WITH MY ASSOCIATION WITH HORIZON ENDED, I'VE DECIDED TO FORGE AHEAD ON MY OWN.
PARKER INDUSTRIES.
YES. AND I CAN THINK OF NO ONE ELSE I'D RATHER HAVE WORKING BY MY SIDE.
EVERY DAY.
I-I'D LIKE THAT, PETE. VERY MUCH.
TO THE FUTURE.
TINK

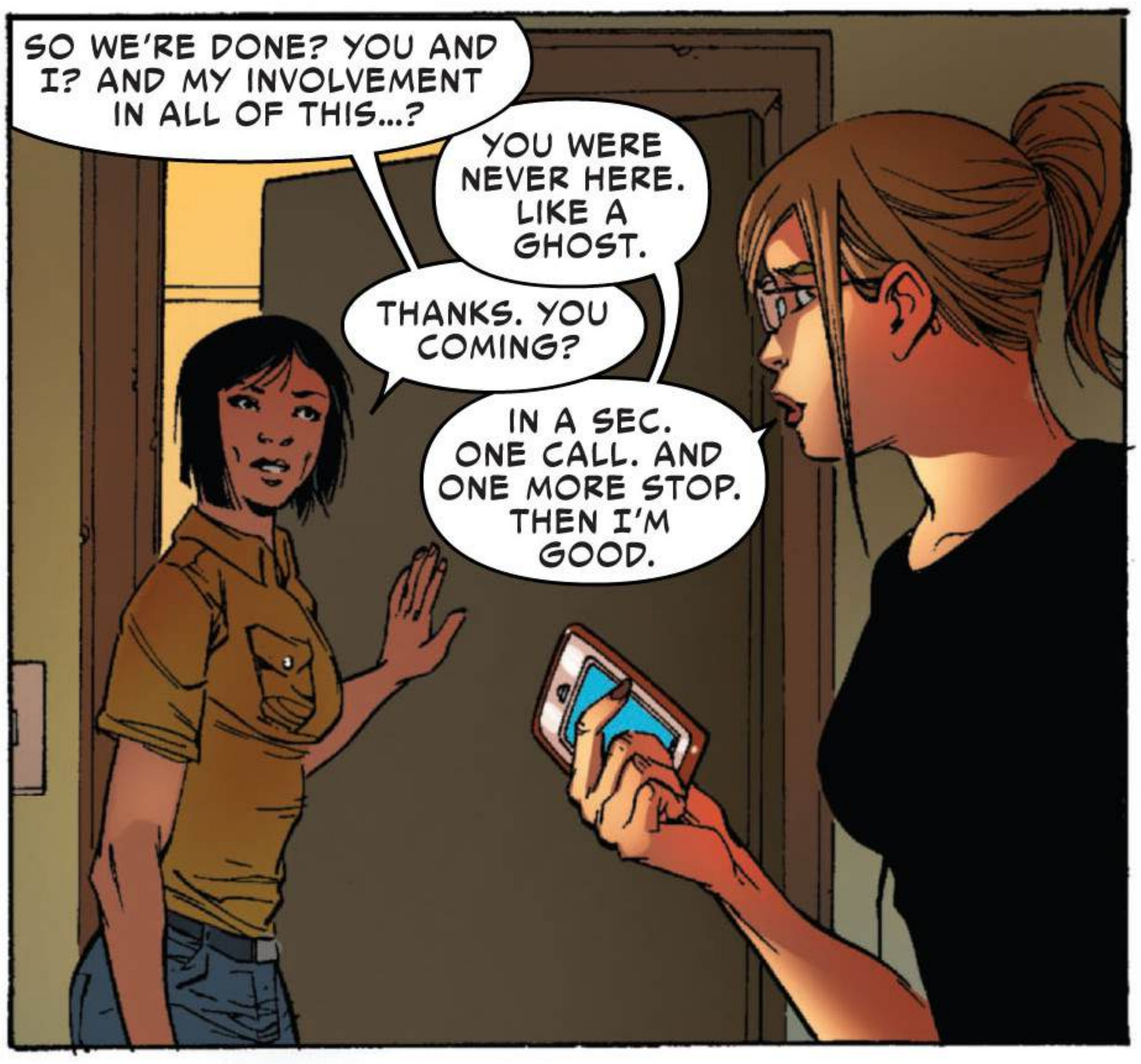
The next morning.
THE COLUMBIA UNIVERSITY MEDICAL CENTER.
HIS OWN COMPANY, JAY. I CAN'T STOP THINKING ABOUT IT.
AND WITH THE PARKER NAME. BEN WOULD BE SO PROUD.
BUT I WORRY. ALL THE COLLATERAL YOU'RE PUTTING UP FOR HIS LOAN, DEAR...
IT'S FROM BOTH OF US, MAY. AND YOUR NEPHEW, PETER, IS QUITE THE GENIUS.
I THINK IT'S A SOUND INVESTMENT.
YOU'RE RIGHT. AND IF THERE'S ONE THING I KNOW ABOUT MY BOY...
...THERE'S NOTHING LIFE CAN THROW AT HIM THAT HE CAN'T HANDLE.
EXCELLENT WORK TODAY. YOU SHOULD BE VERY PROUD OF YOURSELF.
YOU'VE MADE SUCH A QUICK RECOVERY IN SUCH A SHORT AMOUNT OF TIME.
THERAPY
I'VE BEEN VERY...
...MOTIVATED, MS. NGUYEN.
SEE YOU AGAIN NEXT WEEK?
NO, SHA SHAN. I'M BACK ON MY FEET. I'M READY.
AND THERE'S WORK TO BE DONE.
MAY, SORRY TO KEEP YOU WAITING.
READY TO WORK ON THAT LEG OF YOURS?
YES, BUT IF IT'S OKAY, WE MIGHT HAVE TO CUT OUR SESSION SHORT.
IT'S A BIG DAY TODAY. AND MY HUSBAND AND I...

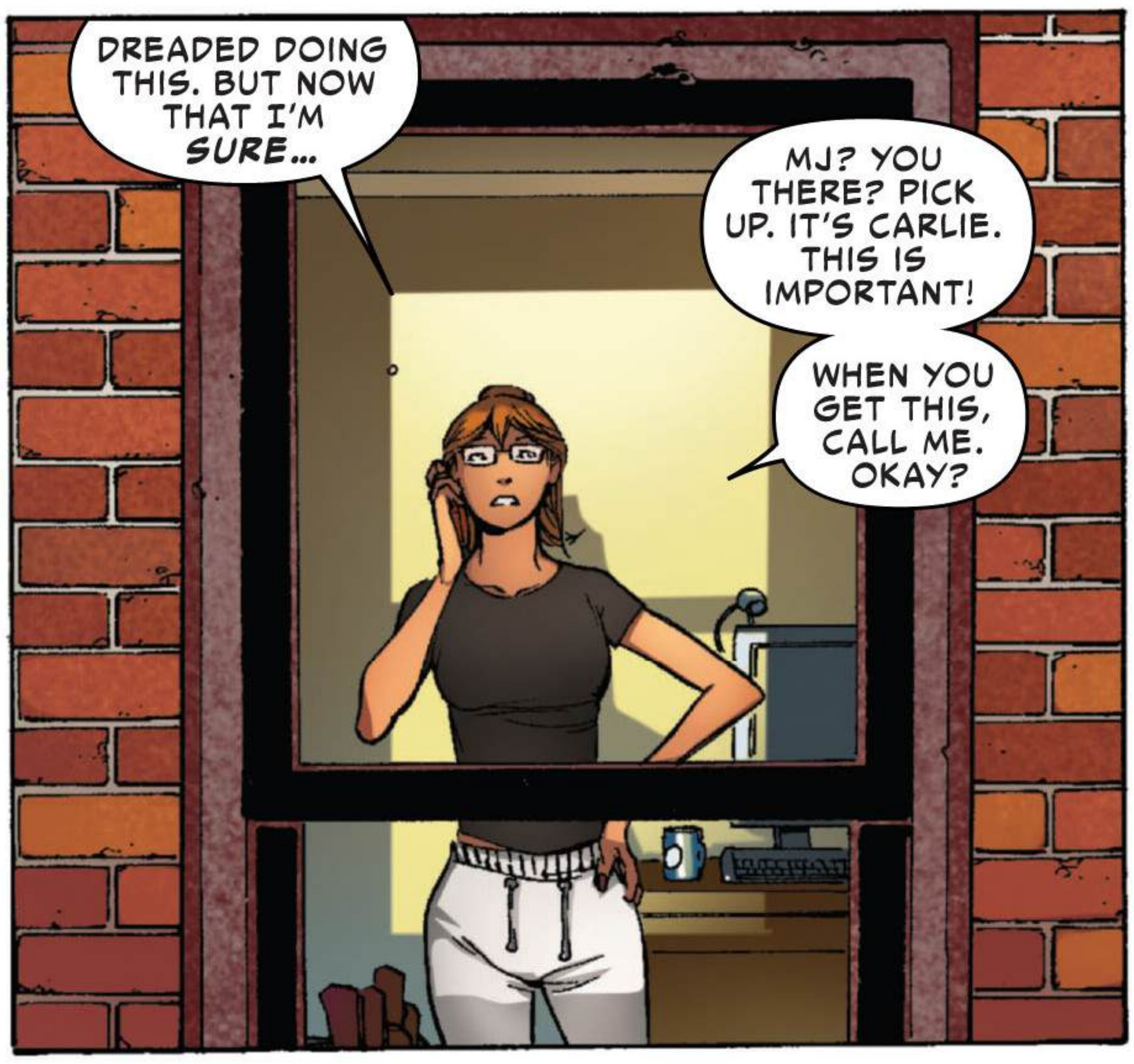
"...HAVE A *VERY* SPECIAL APPOINTMENT TO KEEP."
NEW YORK CITY BANK
THANK YOU AGAIN, JAY. I KNOW THIS A SIZEABLE LOAN...
...BUT YOU WON'T REGRET IT. PARKER INDUSTRIES IS GOING TO CHANGE THE WORLD.
AND PAY YOU BACK TENFOLD. AT LEAST.
PETER, PLEASE. THAT'S NOT HOW I RAISED YOU. PRIDE GOETH BEFORE A FALL.
MAY, FOR AS LONG AS I'VE KNOWN HIM, PETER'S BEEN UNASSUMING AND SOFT-SPOKEN.
IF HE HAS THIS MUCH CONFIDENCE ABOUT THIS, I'LL TAKE IT AS A GOOD OMEN.
GOOD MAN. NOW, MS. JAFFREY...
...MY FUTURE VICE PRESIDENT. READY TO SHARE THE RISK--AND THE REWARDS?
PARKER, YOU ARE ONE ARROGANT LITTLE TWIT.
BUT I'VE SEEN YOUR WORK. YOU'RE ALMOST AS GOOD AS ME. HERE WE GO.
UGH. EVERY NUT I'VE SQUIRRELED AWAY. OKAY, YOUR TURN.
MY APARTMENT. MY SAVINGS. EVERYTHING.
EVERYTHING OUTSIDE OF MY HIDDEN ACCOUNTS AS OTTO OCTAVIUS.
THIS MUST ALL BE ABOVEBOARD. I AM CARVING OUT A NEW LEGACY FOR MYSELF AS *"PETER PARKER."*
NY CB
THERE CAN BE NO TIES TO MY FORMER LIFE.
AND NO ROOM FOR ERROR.

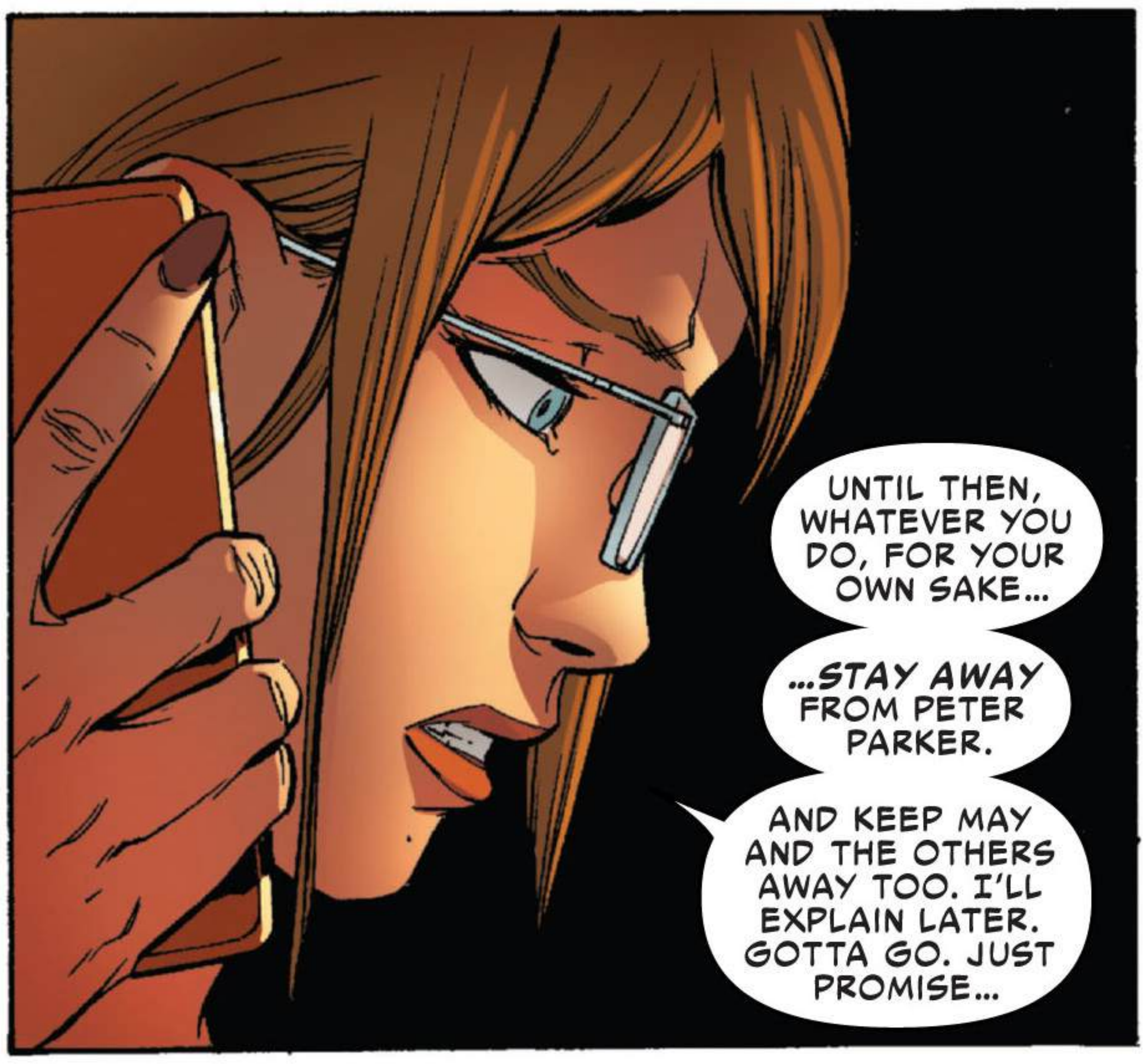

Prospect Heights, Brooklyn.
THE APARTMENT OF OFFICER CARLIE COOPER.
SO WE DONE HERE, COOPER?


YEP. I DON'T HAVE SOME CRAZY THEORY ON MY HANDS ANYMORE.
I'VE GOT EVIDENCE, YURI.
OBTAINED FROM QUESTIONABLE SOURCES. AND UNDER DURESS.
I'M NOT TAKING IT TO COURT. I'M TAKING IT TO THE AVENGERS.
JOURNAL


A PAPER TRAIL SHOWING THAT SPIDER-MAN'S FUNDING HIMSELF...
...WITH DOC OCK'S SECRET OFFSHORE ACCOUNTS!
THAT SHOULD GET THEIR ATTENTION.
JOURNAL


SO WE'RE DONE? YOU AND I? AND MY INVOLVEMENT IN ALL OF THIS...?
YOU WERE NEVER HERE. LIKE A GHOST.
THANKS. YOU COMING?
IN A SEC. ONE CALL. AND ONE MORE STOP. THEN I'M GOOD.


DREADED DOING THIS. BUT NOW THAT I'M SURE...
MJ? YOU THERE? PICK UP. IT'S CARLIE. THIS IS IMPORTANT!
WHEN YOU GET THIS, CALL ME. OKAY?


UNTIL THEN, WHATEVER YOU DO, FOR YOUR OWN SAKE...
...STAY AWAY FROM PETER PARKER.
AND KEEP MAY AND THE OTHERS AWAY TOO. I'LL EXPLAIN LATER. GOTTA GO. JUST PROMISE...

"...WHEREVER YOU ARE, YOU'LL PLAY IT SAFE."
DAAAMN!
HERE WE GO. THE LOCAL FIREHOUSE.
AND, ON DUTY, SHOULD BE FIREFIGHTER, PEDRO OLIVERA.
FIRE
NO PARK
ED
LAST TIME YOU SAW ME, I WAS COVERED HEAD-TO-TOE IN SOOT.
MASCARA WAS RUNNY. HAIR WAS A FRIGHT.
BUT THIS TIME, MR. OLIVERA...
...YOU ARE GETTING THE FULL MARY JANE WATSON EXPERIENCE.
FACE IT, TIGER, YOU'VE JUST HIT THE--

RRRWOORF
AAAHH!
JAKE! DOWN, BOY!
SHLUP
HA! STOP! TICKLES!
WHOA! HE DOESN'T USUALLY DO THAT.
HE MUST REALLY LIKE YOU.
I'M SORRY, MISS?
WATSON. MJ. WE MET.
RIGHT. THE CLUB OWNER. CAN I MAKE THIS UP TO YOU? MAYBE A CUP OF COFFEE?
THANKS, MR. OLIVERA.
PLEASE. EVERYONE CALLS ME "OLLIE."

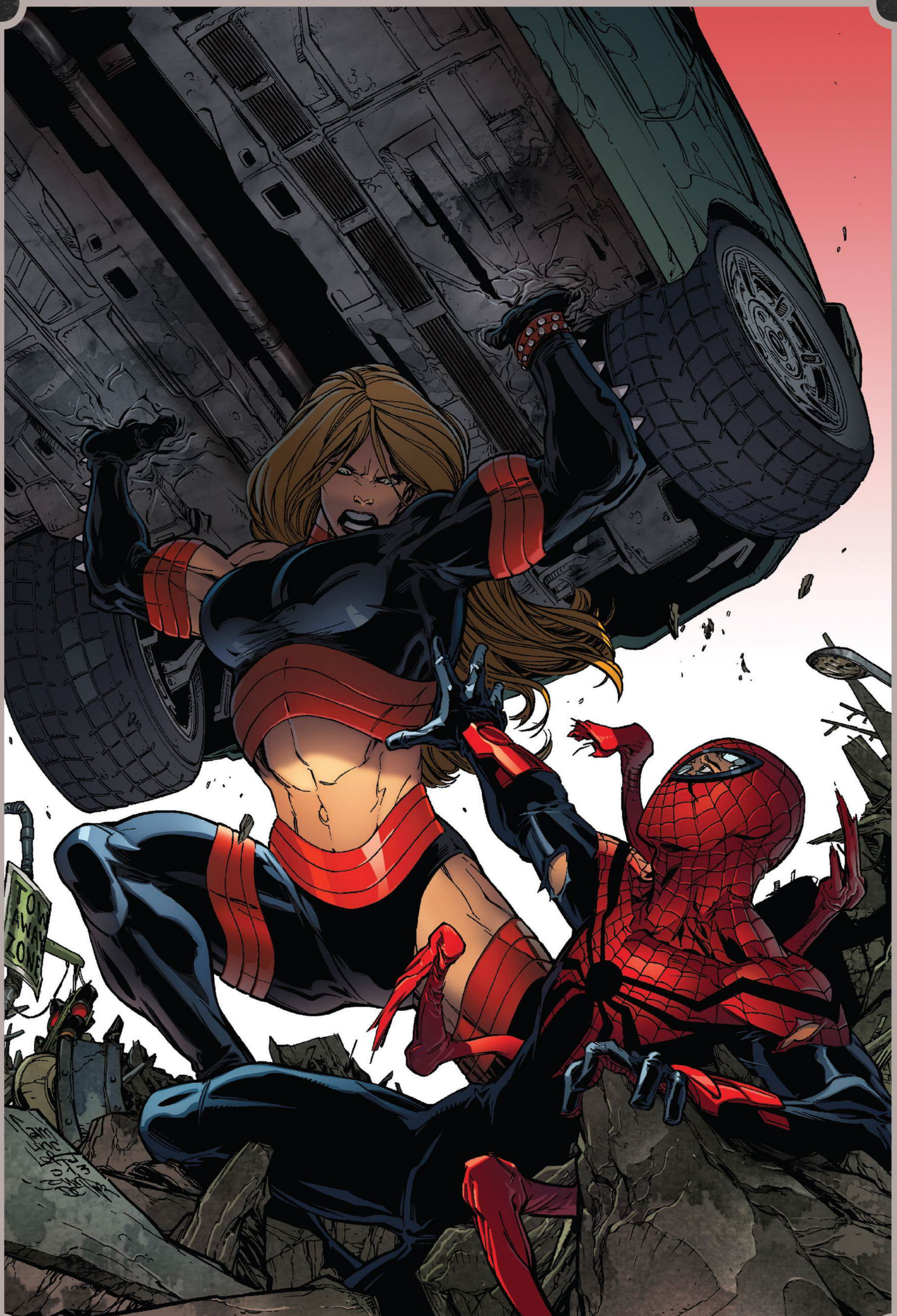
READY, MR. PARKER? BIG DAY.
IT'S JUST A FORMALITY.
ARE YOU KIDDING? YOU'RE PRESENTING YOUR DOCTORAL THESIS.
THIS IS *HUGE*.
PLEASE, ANNA. IT'S NOT LIKE I HAVEN'T DONE THIS BEFORE...
...IN MY MIND...
...PRACTICING.
MARLA JAMESO
OKAY. YOU **ARE** STRESSING.
GOOD! THAT'S NORMAL.
HERE, SLICK. FOR GOOD LUCK. NOW...
"...KNOCK 'EM DEAD."
...WITH THIS NEW FORM OF NANO-TECHNOLOGY I'VE DEVELOPED...
...THE HUMAN BRAIN WILL BE ABLE TO CONTROL BOTH INTERNAL AND EXTERNAL MECHANICAL APPENDAGES.
FROM OPERATING EXOSKELETONS IN DEEP SPACE...
...TO MANIPULATING ARTIFICIAL AND ONCE-AILING LIMBS.
MY WORD! THAT'S REVOLUTIONARY, MR. PARKER.
DON'T YOU THINK SO, DR. LAMAZE?
HRM.
IT'S DEFINITELY A ONE-OF-A-KIND IDEA, DEAN GOLDMAN.

THANK YOU, DON.
NOW WHAT SAY WE OPEN THE FLOOR FOR QUESTIONS.
FOR TWO HOURS I HAVE THEM IN THE PALM OF MY HAND.
BY THE END, THERE'S NO DOUBT. THEY ARE WITNESSING GREATNESS.
MY GENIUS WILL LET THE LAME WALK AGAIN, AND EXTEND MANKIND'S GRASP OUT INTO THE HEAVENS ITSELF.
THIS IS THE FUTURE FOR DR. PETER PARKER. AND IT IS ONLY FITTING...
...IT BEGINS WITH A ROUND OF APPLAU--
OH, STOP THAT. WE'RE NOT DONE HERE.
I HAVE ONE LAST QUESTION FOR OUR MR. PARKER.
DO YOU TAKE ME FOR A *FOOL*, PARKER?
WHAT?!
WHAT ARE YOU ON ABOUT, LAMAZE?
YOU THOUGHT I WOULDN'T RECOGNIZE THE BASIC CONCEPTS, THEORIES, OR DESIGNS?!
THIS ISN'T *YOUR* WORK AT ALL, PETER!
YOU, SIR, HAVE *STOLEN* THE LIFE'S WORK OF MY *GOOD* FRIEND--
--THE LATE DR. OTTO OCTAVIUS!

GOOD GOD.
EVERYTHING HERE IS DERIVATIVE, PLAGIARIZED, AND LIFTED--
--FROM MY DEAR COLLEAGUE'S LESSER-KNOWN RESEARCH!
PAPERS I AM FAMILIAR WITH *INTIMATELY!* *DENY* IT IF YOU *CAN!*
I CAN'T. I'M TRAPPED. THERE NO WAY I CAN--
I--I NEED SOME TIME.
IT WON'T HELP. YOU'RE *DONE,* PARKER! *FINISHED!*
FORGET YOUR DOCTORATE. I'LL SEE YOU *EXPELLED.*
IN FACT, I'LL SEE THAT YOU'RE MADE THE LAUGHINGSTOCK OF THE *ENTIRE* SCIENTIFIC COMMUNITY!
DAMN YOU, LAMAZE! THAT WOULD DESTROY ME! EVERYTHING I'VE WORKED FOR! UNLESS...
...I DESTROY YOU FIRST!

Avenue B.
A LONG ABANDONED BUILDING.
LIVE SHOWS ALL NITE
KMN
BANDITS
SO MUCH WORK TO DO...
CLICK
SYSTEM REBOOTING.
SCANS COMPLETE.
ANGELINA BRANCALE. LAB ASSISTANT. ACCESS GRANTED.
PLEASE STILL BE HERE.
Dr. CAROLINE TRAINER
BEEP BEEP BOOP
HOLOGRAPHIC TELEPRESENCE...
...LOADING.
BACKUP SYSTEM ONLINE. RESUME PROGRAM?
PLEASE.
YES.

MISSION PARAMETER?
THERE IS ONLY *ONE* MISSION NOW. ONE GOAL.
WHAT I DO NOW, I DO IN THE MEMORY OF THE ONLY MAN I EVER LOVED...
...*OTTO OCTAVIUS.*
I'M DOING THIS FOR *YOU*, DEAREST.
IN YOUR NAME I SWEAR VENGEANCE...
...ON THIS SO-CALLED *SUPERIOR SPIDER-MAN!*


TOW AWAY ZONE

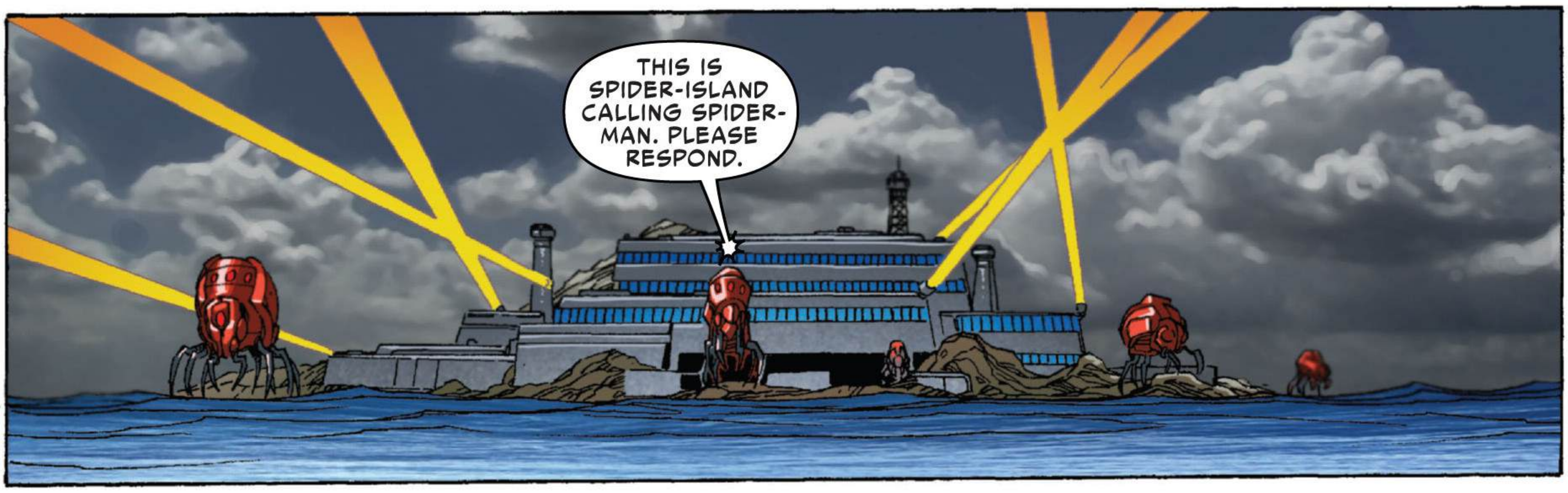
SUPERIOR *Spider-Man #21* “WHAT LIES INSIDE”

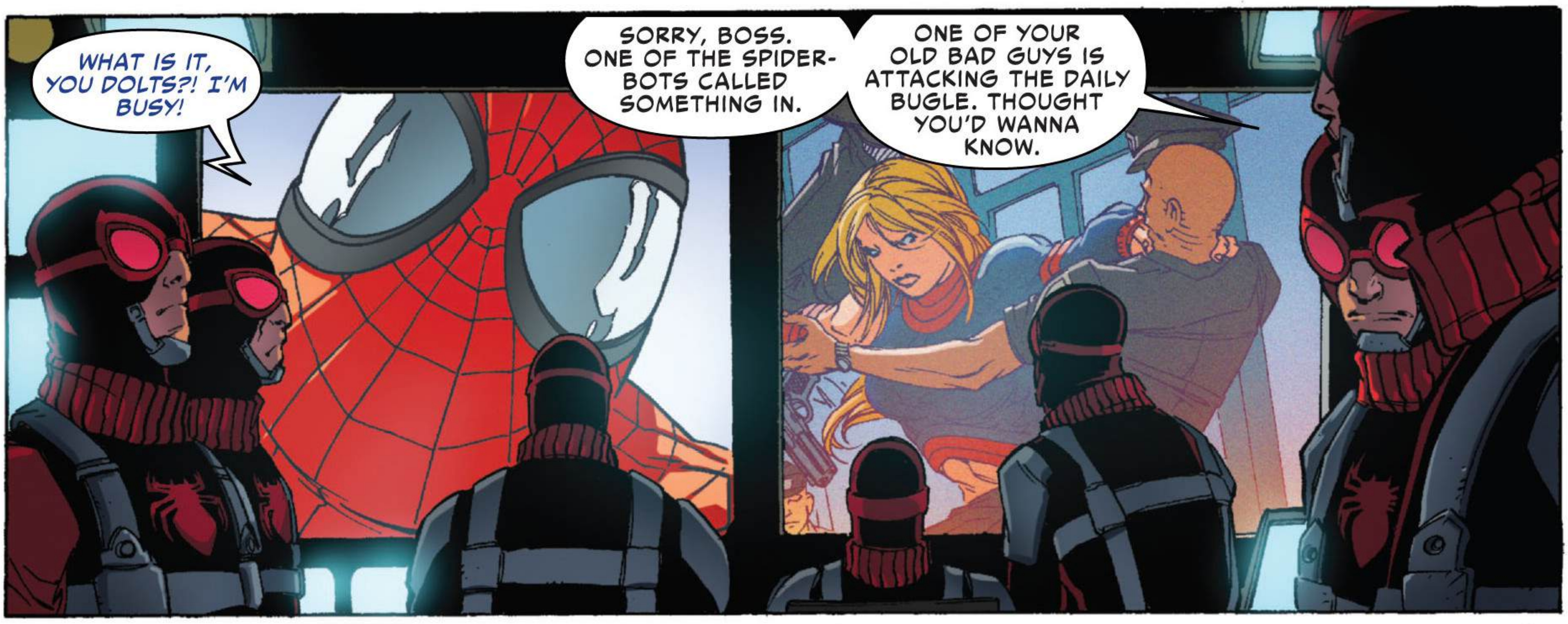
Midtown Manhattan.
DAILY BUGLE
IT'S BEEN SOME TIME, BUT THANKS FOR COMING BACK...
...AND FOR BURYING THE HATCHET. IT WOULDN'T BE THE BUGLE WITHOUT *BETTY BRANT*.
THANKS, ROBBIE. BUT IS IT ME, OR DOES SOMETHING SEEM OFF?
RIGHT. IT'S YOUR FIRST TIME SINCE THE MOVE. WHAT DO YOU THINK?
SMALLER SPACE. GROUND FLOOR. PEOPLE FILMING WEB VIDEOS.
CALL ME CRAZY, BUT IT DOESN'T FEEL LIKE--
KER-KSHH
YOU THERE! *TELL ME!*
WHERE CAN I FIND SPIDER-MAN?!
OKAY. *NOW* IT FEELS LIKE THE BUGLE.

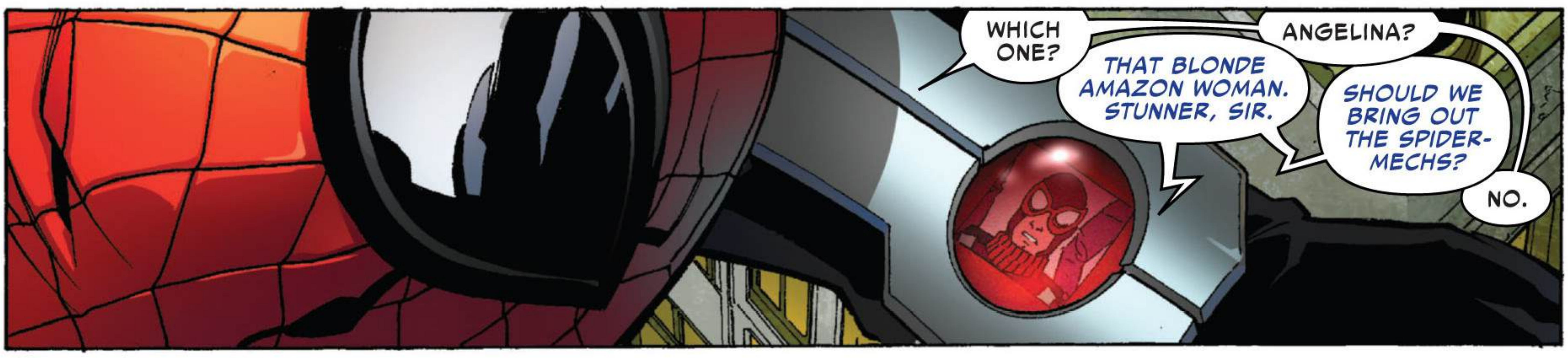
THE WALL-CRAWLER IS ALWAYS HANGING AROUND HERE.
HOW DO YOU CONTACT HIM?! BRING HIM HERE! *NOW!*
TALK!
ROBBIE? HELP ME OUT. I'M A LITTLE RUSTY.
SHE'S ANGELINA BRANCALE. STUNNER. USED TO BE DOC OCK'S GIRLFRIEND.
DON'T JUST STAND THERE, PEOPLE. SOMEBODY BETTER BE FILMING THIS.
MS. BRANCALE, YOU'VE BEEN AWAY FOR A WHILE. THINGS HAVE CHANGED.
WE'RE NOT ON GOOD TERMS WITH SPIDER-MAN. BUT DON'T WORRY...
...IF YOU'RE A CRIMINAL IN THIS TOWN, HE'LL FIND YOU.
FINAL DAILY BUGLE NEW YORK'S FINEST DAILY NEWSPAPER SINCE 1897 $1.00 (in NYC)
HOBGOBLIN UMASKED
FINAL DAILY BUGLE NEW YORK'S FINEST DAILY NEWSPAPER SINCE 1897 $1.00 (in NYC)
BLACK CAT CAPTURED
AND HOW *EXACTLY* DOES HE GO ABOUT DOING THAT?
THE MAN'S GOT EYES EVERYWHERE.
THOUSANDS OF THOSE SURVEILLANCE DRONES ACROSS THE CITY.
IT'S WORSE THAN THE N.S.A.
WE'RE DOING AN EXPOSÉ ON IT THIS WEEK.
SO ALL ONE HAS TO DO IS COMMIT A *CRIME* IN FRONT OF ONE OF *THOSE* CAMERAS.
LIKE *THAT* ONE OVER THERE.
OHHH. THIS IS NOT GOOD.

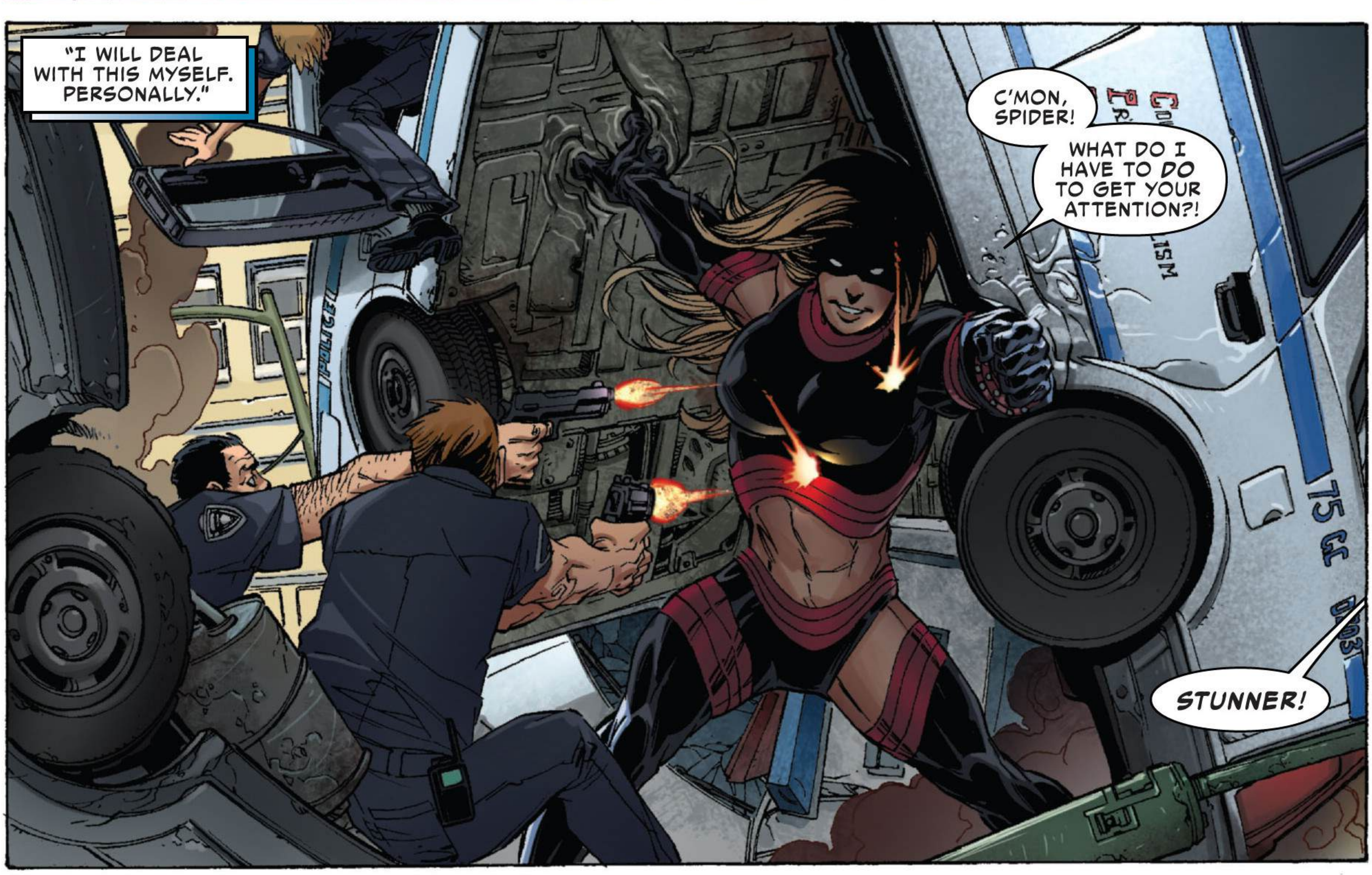
Empire State University.
IT'S A *DISASTER!*
PETER! CALM DOWN--
CALM DOWN?! HOW CAN I?! I'VE BEEN *ACCUSED,* ANNA!
OF STEALING EVERY IDEA IN MY THESIS...FROM THE WORK OF *DR. OTTO OCTAVIUS!*
THESE ARE *SERIOUS* CHARGES, DR. LAMAZE!
YES, DEAN GOLDMAN, THEY MOST CERTAINLY ARE.
AND I SHALL MAKE A FULL AND *AIRTIGHT* CASE TO THE BOARD TOMORROW.
MAYBE I SHOULD GO TO LAMAZE. RIGHT NOW. TALK HIM DOWN.
HE'LL LISTEN TO ME. THERE MIGHT BE A WAY TO NIP THIS IN THE BUD.
NIPPING?! BAH! I NEED *LEVERAGE!*
RANSACK HIS OFFICE. FIND SOMETHING TO USE AGAINST HIM!
OR INTIMIDATE HIM! *YES!*
UM. PETE?
A RETRACTABLE PLATFORM! OVER SOME PIRANHA? OR A KRAKEN.
NO. A ROBOT DOUBLE. A DECOMMISSIONED L.M.D.
PROGRAM IT TO *BE* LAMAZE. AND HAVE IT RECANT!
YES!
HA! "ROBOT DOUBLE"? HAD ME GOING FOR A MOMENT THERE, SLICK.
FINE. GOT THAT OUT OF YOUR SYSTEM?

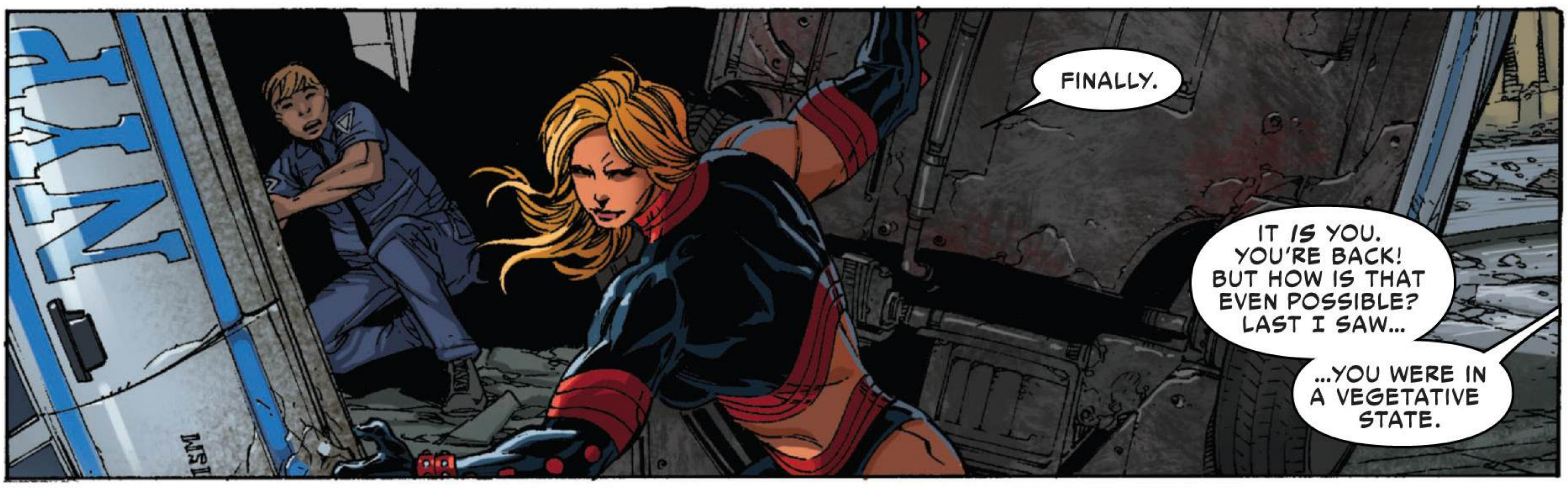
NOW, *REALISTICALLY,* WHAT ARE YOU GOING TO--
--DO? PETER?
I WON'T STAND FOR THIS!
SUIT: COMPRESS CIVILIAN CLOTHES.
AND BE *QUICK* ABOUT IT!
THIS COULD DESTROY *EVERYTHING* I'VE WORKED FOR...
...*RUIN* MY LIFE AS "PETER PARKER"...
...*AND* ADVERSELY AFFECT HOW I FUNCTION AS *SPIDER-MAN!*
JUST THINK OF ALL THE *GOOD* I'VE DONE! WHY SHOULD *THAT* SUFFER?
ALL BECAUSE *LAMAZE* WANTS TO MEDDLE IN *MY* AFFAIRS! *HE'S* AT FAULT HERE!
AND *DEALING* WITH HIM? WHY THAT'S FOR THE *COMMON GOOD! YES!* I'D DEFINITELY BE IN THE *RIGHT!*
BOSS? COME IN!

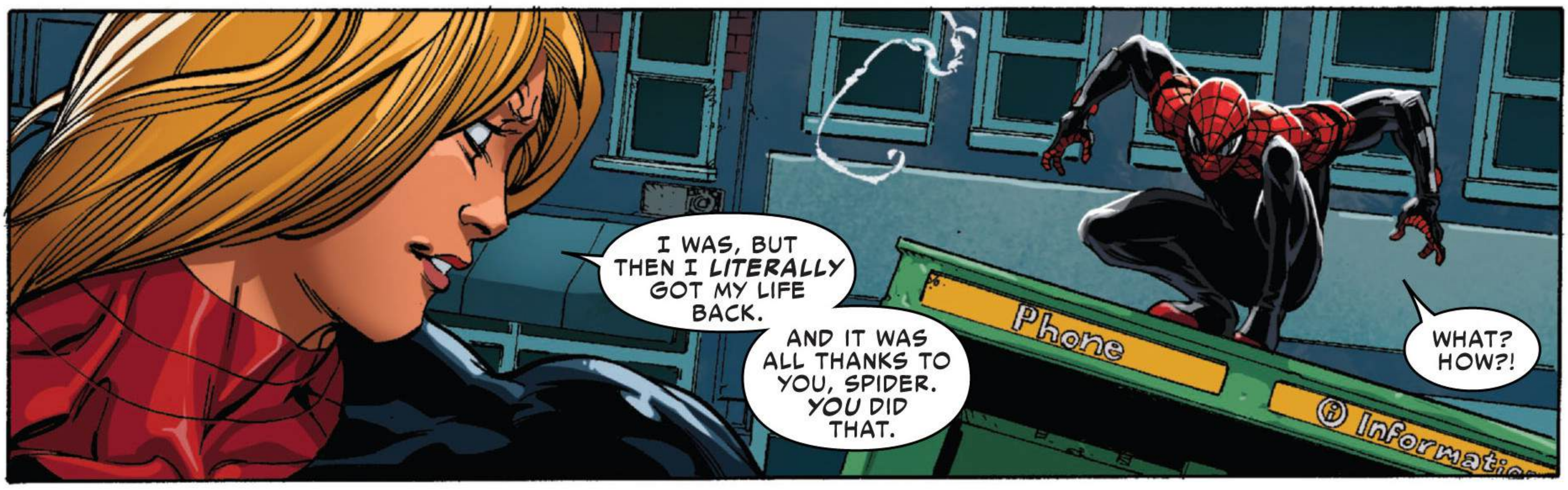

THIS IS SPIDER-ISLAND CALLING SPIDER-MAN. PLEASE RESPOND.

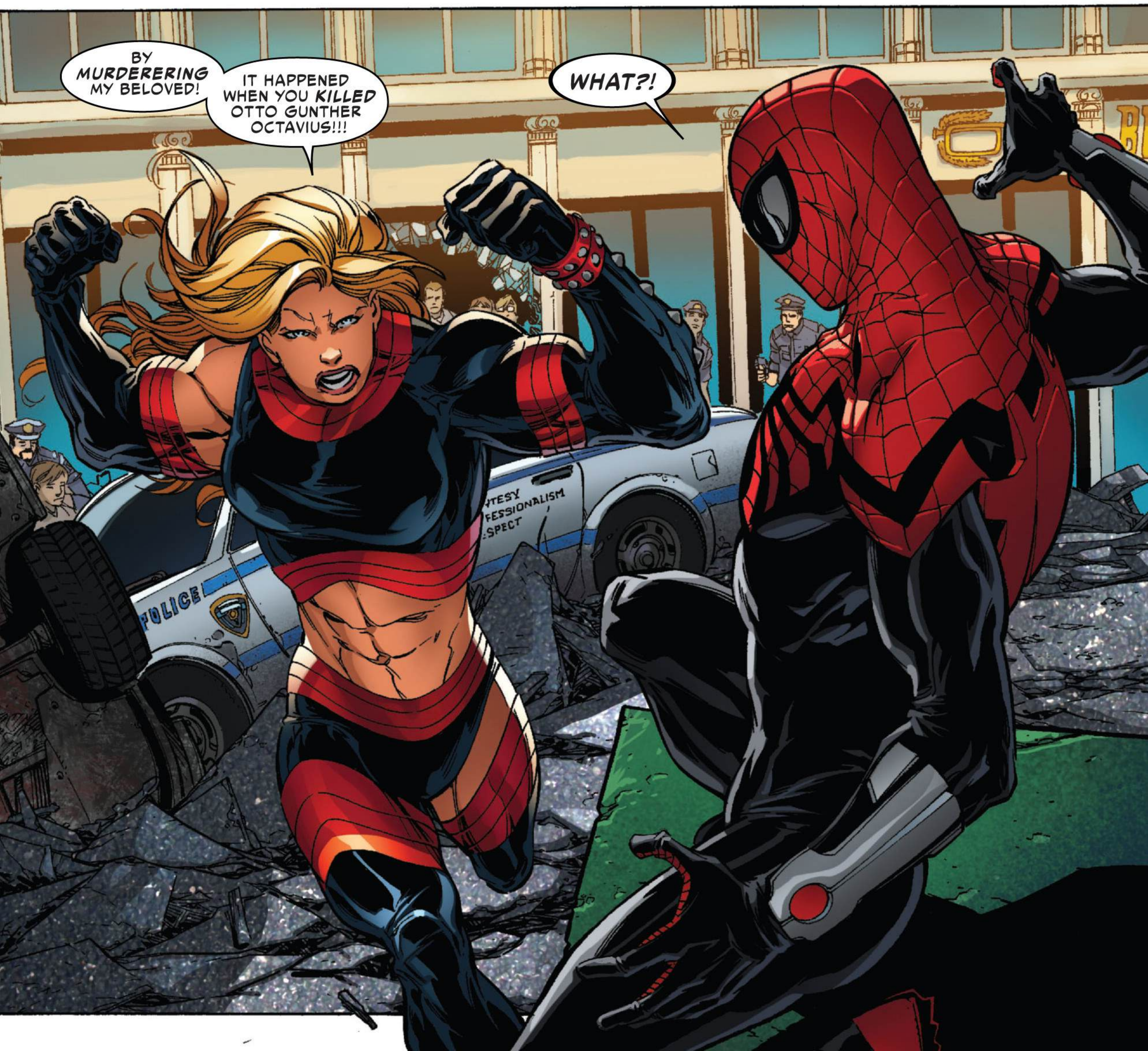

WHAT IS IT, YOU DOLTS?! I'M BUSY!
SORRY, BOSS. ONE OF THE SPIDER-BOTS CALLED SOMETHING IN.
ONE OF YOUR OLD BAD GUYS IS ATTACKING THE DAILY BUGLE. THOUGHT YOU'D WANNA KNOW.


WHICH ONE?
THAT BLONDE AMAZON WOMAN. STUNNER, SIR.
ANGELINA?
SHOULD WE BRING OUT THE SPIDER-MECHS?
NO.


"I WILL DEAL WITH THIS MYSELF. PERSONALLY."
C'MON, SPIDER!
WHAT DO I HAVE TO DO TO GET YOUR ATTENTION?!
STUNNER!


NYP
FINALLY.
IT *IS* YOU. YOU'RE BACK! BUT HOW IS THAT EVEN POSSIBLE? LAST I SAW...
...YOU WERE IN A VEGETATIVE STATE.


I WAS, BUT THEN I *LITERALLY* GOT MY LIFE BACK.
AND IT WAS ALL THANKS TO YOU, SPIDER. *YOU* DID THAT.
Phone
Information
WHAT? HOW?!


BY *MURDERERING* MY BELOVED!
IT HAPPENED WHEN YOU *KILLED* OTTO GUNTHER OCTAVIUS!!!
WHAT?!
POLICE

Potter's Field.
A PRISON GRAVEYARD.
I AM *SO* SORRY.
YOU FOUGHT FOR *ALL* OF US. AND WE NEVER KNEW IT. EVEN WORSE...
...THE WHOLE TIME WE THOUGHT YOU WERE A MONSTER. A MENACE.
AND YOU *STILL* KEPT AT IT. BECAUSE *THAT'S* WHO YOU ARE. A HERO.
OH, GOD...
YOU TRIED TO TELL ME. AND I DIDN'T BELIEVE--
I COULDN'T--
CARLIE, WAIT! I CAN EXPLAIN!
I'M *NOT* DOC OCK! I'M *SPIDER-MAN!*
YOU DIED. AND NO ONE MOURNED YOU.
TILL NOW.
WELL THAT'S GOING TO CHANGE. BECAUSE I *KNOW.*
AND SOON THE WORLD WILL KNOW. AND THEY'LL *ALL* COME HERE TO SAY...
OTTO OCTAVIUS

OTTO OCTAVIUS
JOURNAL
AHHH!
FWUMMMT
HOLY--IT'S EMPTY!
THERE'S NO BODY!
OTTO OCTAVIUS
WHAT HAPPENED TO THE--
JOURNAL
HA HAHA
UMPH--
"MY OTTO WAS DEAD..."

...KILLED BY KAINE. BUT I TOOK PART IN A RITUAL...
...SACRIFICING MY OWN LIFE SO HE COULD LIVE AGAIN.
I REMEMBER.
BUT IT WORKED! YOU GAVE OTTO A SECOND CHANCE.
AND YOU *TOOK* IT FROM HIM! IN THAT FINAL BATTLE IN COLUMBUS CIRCLE.
AH. RIGHT. I DID THAT.
STUNNER, PLEASE, IF YOU'D LET ME EXPLAIN. I'M ACTUALLY--
NO! ENOUGH TALKING! I HATE YOU!
YOU'VE TAKEN EVERYTHING FROM ME!
EVERYTHING BUT THIS HOLOGRAPHIC SUIT...
...AND MY *PAIN!*
MY DEAR ANGELINA. I DON'T WISH TO HURT YOU...
...BUT I HAVE **NO** TIME FOR THIS. SO...
THWIP
THWIP
YOUR WEBS? THEY'RE USELESS AGAINST ME!
THWIP
THWIP
THWIP

NOT ANYMORE. NEW FORMULA. STRONGER. LONGER LASTING. IN SHORT: *SUPERIOR.*
MORE THAN ENOUGH TO DEAL WITH YOUR DENSEST HARD-LIGHT FORM.
SPIDER-BOTS, ATTEND TO ME. I'M SENDING YOU A HOLOGRAPHIC TRANSMISSION SIGNAL...
MMMPH--
POLICE
...TRACK IT TO ITS SOURCE.
AND SHUT DOWN MS. BRANCALE'S VIRTUAL REALITY RIG.
YO, SPIDEY! WHAT'RE WE SUPPOSED TO DO WITH HER NOW?
I'VE SEEN TO IT, OFFICERS. SHE SHOULDN'T GIVE YOU ANY MORE PROBLEMS.
NOW I HAVE PRESSING MATTERS TO DEAL WITH.
TEKK
TEKK
TEKK
KLIK
SPIDER-MAN... ALWAYS SO COCKY.
YOU NEVER GAVE ME ENOUGH CREDIT.
I'M NOT NEARLY AS *DENSE* AS YOU THINK I AM.
AHH! HOW SHE DOIN' THAT?!
OUT OF MY WAY!

HAVE TO GET BACK TO THE UNIVERSITY *IMMEDIATELY!*
MY ENTIRE FUTURE AS PETER PARKER *DEPENDS* ON IT!
THE CAMPUS IS UP AHEAD.
NOW TO FIND LAMAZE BEFORE HIS TRAIL GROWS COLD.
AH! HOW FORTUNATE. ANNA MARIA'S KEPT HIM OCCUPIED THE ENTIRE TIME. GOOD.
JUST A MATTER OF WAITING TILL YOU'RE ALONE, LAMAZE. AND THEN--WAIT!
WHAT ARE THEY SAYING? A SIMPLE ADJUSTMENT TO MY EARPIECE SHOULD DO THE...
DR. LAMAZE, PLEASE. WHEN IT COMES TO PETER...
...THERE'S SOMETHING WE BOTH KNOW YOU'RE OVERLOOKING.
AND THAT WOULD BE *WHAT,* MS. MARCONI?
HIS *MIND.* YOU'VE SEEN HIM *ATTACK* CALCULATIONS AT AMAZING SPEEDS.
TWIST COMPLEX THOUGHTS AND THEORIES, *BENDING* THEM TO HIS WILL.
WHY WOULD A MAN WITH AN INTELLECT LIKE THAT *NEED* TO STEAL *ANY* IDEA?
ANNA.
YOU UNDERSTAND ME, DON'T YOU? LIKE NO ONE ELSE HAS EVER--

SPIDER-SENSE!
BUT WHAT--?!
M34
HRONKK
AAHHH!
DEAR LORD!
THWIPP

GYARH!
GOT IT!
MOVE!
CAN'T HOLD THIS!
WE'RE NOT DONE HERE, BUG!
NOT TILL I SAY SO!
NOT TILL I WATCH YOU *DIE!*
FLANG
SWAK
STUNNER?! YOU MUSTN'T!
THERE ARE INNOCENT PEOPLE HERE.

HMM.
FOUR MECHANICAL ARMS.
NO!
SKRZZZZ
HOW DARE YOU?!
OUT OF MY WAY!
HEY!
OTTO.
WHEREVER YOU ARE, BELOVED, I HOPE YOU CAN SEE THIS.
ANNA, PLEASE. GET UP. I CAN'T--

THIS IS ALL FOR *YOU!*
KTAM
ANGELINA, STOP! *I BEG* YOU!
YES! BEG ME!
FOR MERCY! FOR FORGIVENESS!
TEKK
TEKK
TEKK
FOR THE BEAUTIFUL LIGHT YOU EXTINGUISHED FROM THIS WORLD.
SAY IT!
SAY HIS NAME.
LET THE LAST WORDS FROM YOUR LIPS BE MY DEAR OTTO'S NAME.
YOU DON'T UNDERSTAND. I AM--
WHA-TTETZZZ--

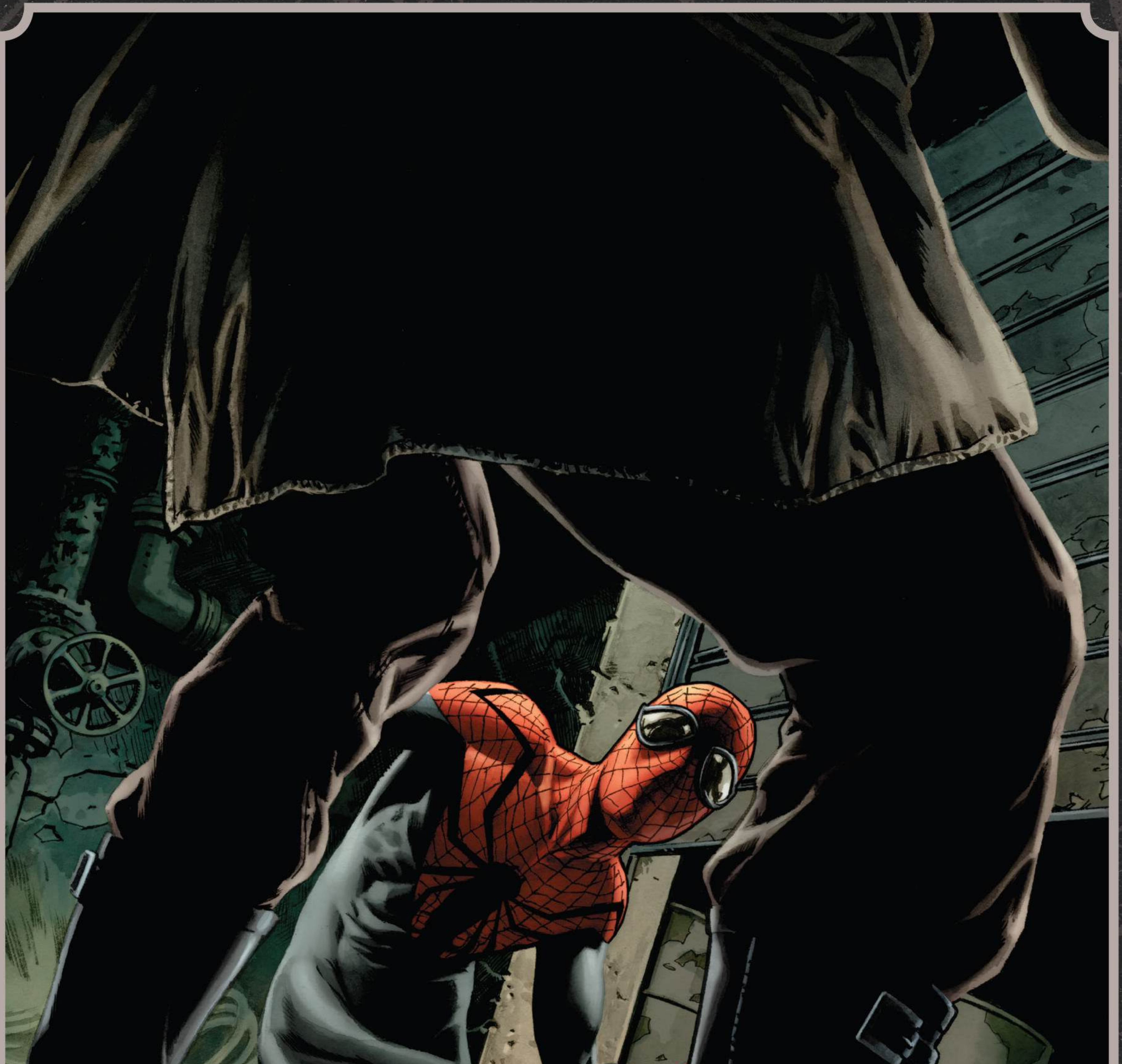
TOOM
ANNA MARIA! ARE YOU--?
IT'S OKAY, SPIDEY. I CRAWLED FREE.
THOSE PEOPLE ON THE BUS?
THEY'LL BE FINE, MS. MARCONI.
"ANNA MARIA." "MS. MARCONI." YOU'RE BEING VERY FAMILIAR WITH ME, WEB-HEAD.
WELL, YOU KNOW, PETER'S MY FRIEND. AND HE...SPEAKS VERY FONDLY OF YOU.
THANKS, SPIDER-MAN.
OH. REALLY? HE DOES THAT? A LOT?
IF YOU'D EXCUSE ME, I HAVE TO GO...
...AND SEE TO THAT WOMAN, STUNNER...
"...AND MAKE SURE SHE DOESN'T BOTHER US AGAIN."
UNHH...
TEKK
TEKK
TEKK
HM. NEURAL FEEDBACK. NASTY. YOUR PULSE IS STEADY THOUGH.
YOU'LL PULL THROUGH. BUT FIRST...
LET'S MAKE SURE THESE TOYS OF YOURS AREN'T ON HAND...

"...WHEN YOU WAKE UP."
OOOH... WHAT HAPPENED? NO!
MY V.R. RIG?! IT'S GONE!
ALL FOR THE BEST, MY DEAR. AND BESIDES, YOU NEVER NEEDED IT.
YOU'VE ALWAYS BEEN BEAUTIFUL TO ME. JUST THE WAY YOU ARE.
OTTO! YOU'RE ALIVE?! BUT HOW?!
MY SWEET STUNNER, YOU'RE TALKING TO OTTO OCTAVIUS...
...THE ONE AND ONLY DOCTOR OCTOPUS! I AM ALWAYS...
...FINDING NEW WAYS TO CHEAT DEATH!
WHIRR--KLIKK-IK. HOLOGRAPHIC INTERFACE IS ON.
NEW OTTO OCTAVIUS AVATAR IS FULLY FUNCTIONAL.

IT'S A MIRACLE! I NEVER SHOULD'VE DOUBTED YOU.
I SHOULD'VE KNOWN YOU'D FIND A WAY BACK TO ME. WAIT!
OTTO, THIS MEANS WE CAN BE TOGETHER. WE CAN FINALLY HAVE EVERYTHING WE ALWAYS--
NO. I'M SORRY, MY DEAR, BUT...
...IN THE TIME YOU WERE AWAY, WITH THIS NEW LEASE ON LIFE I-- I'VE FOUND ANOTHER.
I'LL ALWAYS CARE FOR YOU, MY DEAR, BUT TODAY, MORE THAN EVER...
...I KNOW WHERE MY TRUE HEART LIES. AND WHAT I MUST DO TO PRESERVE MY FUTURE HAPPINESS.
Gramercy.
THE APARTMENT OF DR. DON LAMAZE.
NOKK NOKK
HELLO?
WHO IS--?
OH, MY.
DON, WE HAVE TO TALK.

I RESCIND MY PREVIOUS OBJECTIONS.
I TAKE IT ALL BACK.
MR. PARKER'S THESIS IS WHOLLY ORIGINAL AND BEARS NO RESEMBLANCE TO OTTO OCTAVIUS' WORK.
I DEEPLY APOLOGIZE FOR MY PREVIOUS SLANDEROUS REMARKS. I HUMBLY BEG FOR YOUR FORGIVENESS, PETER.
WELL, THAT WAS QUITE TO THE POINT, DON. ON THE *NOSE* YOU MIGHT SAY.
AND VERY *BIG* OF YOU.
AH. GOOD. WELL THAT'S SETTLED.
MR. PARKER, A WORD PLEASE. I--I HAD A VISITOR LAST NIGHT.
WAIT. DON'T TELL ME. DARTH VADER FROM PLANET VULCAN.
UM. NO. IT WAS OTTO OCTAVIUS HIMSELF! HE'S STILL *ALIVE*.
HE CONFIDED IN ME. TOLD ME YOUR SECRET... IS IT TRUE?!
HE SAID YOU WERE A CHILD PRODIGY. AND HIS ASSISTANT.
AND THAT IT WAS *YOU* WHO CAME UP WITH ALL OF HIS GREATEST IDEAS!
OH, IT'S TRUE. BUT I WOULDN'T SPREAD IT AROUND. YOU KNOW HOW OTTO CAN BE. WITH HIS EGO AND ALL.
I SWEAR I'LL TAKE IT TO MY GRAVE!
MM-HMM.
OHHH, DEAR.
FAREWELL, MR. PARKER! OR SHOULD I SAY *DOCTOR* PARKER.
I'M SURE THERE'LL BE A CEREMONY TO PRESENT YOU WITH YOUR CREDENTIALS SOON ENOUGH...
OH. AND MS. MARCONI, ABOUT THE OTHER DAY--
IT'S FINE, DR. LAMAZE. IT WAS ALL IN THE HEAT OF THE MOMENT. NO HARD FEELINGS.
COME ALONG, ANNA.
SEE, SLICK? NO PIRANHAS. NO KRAKEN. AND EVERYTHING TURNED OUT ALL RIGHT.
TRUE. COULDN'T HAVE GONE BETTER IF I PLANNED IT.
YOU'RE A GOOD PERSON, PETER PARKER.
AND IN MY EXPERIENCE GOOD THINGS HAPPEN TO GOOD PEOPLE.

The Goblin Underground.
GOBLIN, MY LORD. I'VE BROUGHT YOU A PRESENT...
...A *VERY* SPECIAL VISITOR. FROM UP ABOVE.
OH, THIS OUGHTA BE GOOD.
ALL RIGHT, MENACE. WOW ME.
I BELIEVE YOU KNOW MY DEAR, SWEET SISTER...
...OFFICER CARLIE COOPER.
MRRMMMPH
THE POLICE? YOU BROUGHT THE POLICE DOWN TO OUR SECRET LAIR?
OH, SHE'S MORE THAN THAT. SEE, I'VE BEEN KEEPING TABS ON HER.
JOURNAL
AND MY LITTLE CARLIE-BEAR'S BEEN BRANCHING OUT. SHE'S WORKING ON A BOOK.
NON-FICTION.
OH HO HO!
THIS IS *RICH!*
TRUST ME, IT'S A REAL PAGE-TURNER!
SHH! STOP. DON'T TELL ME ANOTHER WORD.
AFTER ALL, YOU WOULDN'T WANT TO SPOIL THE ENDING.
HAHAHA
JOURNAL



SUPERIOR *Spider-Man Annual #1* “HOSTAGE CRISIS”

CLINK
CLINK
CLINK
CLINK
CLINK
SO YOU PROBABLY KNOW THE *KINGPIN* WAS WORKING WITH NINJAS LATELY. BUT HE KEPT SOME OF THE GUYS FROM THE OLD DAYS AROUND. LIKE ME.
YOU CAN'T SEND FREAKIN' *NINJAS* TO NEGOTIATE WITH THE *CHICAGO OUTFIT*, KNOW WHAT I'M SAYIN'?
DARK IN HERE.
ANYWAY, A WHILE BACK, MR. FISK GOT SOME DIRT ON *SPIDER-MAN*. Y'KNOW ALL THE TECH HE USES? WEB-SHOOTERS, GOGGLES, THOSE CREEPY ROBOT BUGS?
SOME TEST TUBE JOCKEY NAMED *PETER PARKER* MAKES IT ALL FOR 'IM. AND THAT'S *LEGIT*, 'CAUSE WHEN WE SNATCHED THE KID, SPIDEY CAME RUNNIN'.
NOW, I'M NO SNITCH, OKAY? I'M ONLY TELLIN' YOU 'CAUSE SINCE THE SPIDER WHACKED MR. FISK, I'M OUT OF A JOB.
AND I REMEMBER YOU FROM THE OLD DAYS. TOP-NOTCH BUTTON MAN. YOU DID NICE WORK FOR *THE HOOD*.
SO I KNOW YOU CAN USE THIS, AND YOU'RE GOOD FOR THE DOUGH, WHICH *I* CAN MOST DEFINITELY USE--
HUH?
NEWSPAPER?
REGRETTABLY, I FIND MYSELF UNEMPLOYED AS WELL.
HARD TIMES FOR US ALL.
NO! *WAIT!*
CLINK
LINK
CLINK
CLINK
CLINK
INK
SHRTCH

CLINK
CLINK
CLINK
CLINK
CLINK
CLINK
CLINK
CLINK
CLINK
CLINK
CLINK
LINK
CLINK
CLINK
INK
CLINK
BUT SOON...*VERY* SOON...
...THE NAME *BLACKOUT* WILL ONCE AGAIN BE SYNONYMOUS WITH *MURDER*.
HOSTAGE CRISIS

Central Park West.
YOU'RE NOT PETER PARKER.
WHO ARE YOU, AND WHAT HAVE YOU DONE WITH MY NEPHEW?
I SWEAR, I HAVEN'T SEEN YOU EAT THAT MANY WHEATCAKES SINCE YOU WERE SIXTEEN!
THEY'RE DELICIOUS, AUNT MAY. I COULD EAT ANOTHER STACK RIGHT NOW.
CAREFUL, PETER. YOU'RE NOT A KID ANYMORE. KEEP STUFFING YOURSELF LIKE THAT, AND YOU'LL END UP A CHUBBY MIDDLE-AGED MAN.
HUSH UP, JAY. MY NEPHEW'S ALWAYS BEEN TOO THIN.
AND NOW THAT I'M MY OWN BOSS, I CAN MAKE TIME FOR WHAT'S REALLY IMPORTANT. THINGS I NEGLECTED BEFORE, LIKE REGULAR EXERCISE...
...AND BEING AROUND THE PEOPLE WHO MEAN THE MOST TO ME.
SMEK
OH, PETER. YOU ALWAYS KNOW JUST WHAT TO SAY.
I'D BETTER PUT ON MORE WHEATCAKES BEFORE I START BLUBBERING LIKE A SILLY OLD WOMAN.
IT IS SO GOOD TO HAVE YOU AROUND, DEAR.
TAXI

I'VE NEVER SEEN MAY SO HAPPY. I HAVE TO ADMIT, PETER, I USED TO FEEL YOU TOOK HER FOR GRANTED, THE WAY YOU'D SKIP APPOINTMENTS OR RUSH OFF EARLY.
BUT THE ATTENTION YOU'VE GIVEN HER LATELY... IT'S CLEAR TO ME HOW MUCH YOU REALLY *DO* CARE.
I'M PLEASED TO HEAR YOU SAY THAT, JAY. IT'S PART OF THE REASON I WENT INTO BUSINESS FOR MYSELF.
OF COURSE, THERE'S THE EXPECTATION OF *SUCCESS*. AND THE DESIRE TO FORGE MY OWN PATH.
BUT IT'S ALSO TRUE THAT I TOOK A HARD LOOK AT MY LIFE, AND REALIZED IT WAS QUITE A SPECTACULAR *MESS*.
I CAN'T PROMISE I'LL NEVER HAVE TO RUN OFF AGAIN. OWNING A START-UP MEANS YOU NEVER CLOCK OUT. AND THERE'S STILL THE WORK I DO FOR *SPIDER-MAN*.
BUT IT'LL BE HAPPENING A LOT LESS THAN IT USED TO.
I'M GLAD YOU BROUGHT UP SPIDER-MAN. I KNOW MAY'S ASKED YOU TO SEVER TIES WITH HIM, AND I *AGREE* WITH HER. THE FACT THAT YOU STILL WORK FOR HIM *WORRIES* US.
"HE'S BECOME SO *BRUTAL* LATELY... IT'S GETTING HARDER TO TELL THE DIFFERENCE BETWEEN HIM AND THE CRIMINALS HE FIGHTS."

I...KNOW HOW IT LOOKS. BUT HE'S BEEN REEVALUATING THINGS TOO. REALIZING IT'S *STUPID* TO LET KILLERS AND PSYCHOPATHS LITERALLY GET AWAY WITH *MURDER*.
AND TO BE BRUTALLY HONEST, I'M NOT IN A FINANCIAL POSITION TO PASS UP THE INCOME HE PAYS ME.
DOES HE PAY YOU ENOUGH TO BE A *TARGET?* I HAVEN'T TOLD MAY, BECAUSE IT'D JUST FRIGHTEN HER...
"...BUT I HEARD WHAT HAPPENED NOT LONG AGO. THE *HOBGOBLIN* SNATCHED YOU RIGHT OFF THE STREET, IN BROAD DAYLIGHT.
"I REALIZE YOU ESCAPED, WITH SPIDER-MAN'S HELP. BUT AS LONG AS YOU WORK FOR HIM, AND MEN LIKE THAT KNOW IT..."
ONE WAY
SEE ISSUE #695 -PREVIOUSLY PYLE
IF ANYTHING HAPPENED TO YOU, IT WOULD JUST *KILL* MAY.
I UNDERSTAND YOUR CONCERN. BUT I'M ASKING YOU TO *TRUST* ME, JAY. AND TO BELIEVE ME WHEN I TELL YOU...
...I WILL *NEVER* LET *ANYTHING* HURT THAT WOMAN.
YOU'RE A GOOD MAN, PETER PARKER. I SUPPOSE I OWE YOU THE BENEFIT OF THE DOUBT.
AND YOU'RE AS MUCH OF THE REASON FOR AUNT MAY'S HAPPINESS AS I AM. I CAN'T THANK YOU ENOUGH.
CLICK
I JUST COULDN'T RESIST. MY TWO FAVORITE MEN.
NOTHING COULD SPOIL THIS DAY.

SUCH A DEAR WOMAN. JAY WAS RIGHT--PARKER NEVER DID TRULY APPRECIATE HER.
OF COURSE, WHEN WE FIRST MET, I HARDLY CONDUCTED MYSELF ANY BETTER...EXPLOITING A WIDOW'S LONELINESS BECAUSE SHE'D INHERITED SOMETHING I WANTED.
HOW VIVIDLY I RECALL MY SHAME WHEN I REALIZED WHAT A GOOD, KIND PERSON SHE IS.
AND THAT I WAS BEHAVING LIKE THE COMMON CRIMINAL THAT THE SMALL-MINDED ALWAYS ACCUSED DR. OCTOPUS OF BEING.
BUT THAT'S IN THE PAST. PETER PARKER'S BODY--AND LIFE--ARE NOW MINE, AND WITH THEM THE OPPORTUNITY TO CORRECT MY MISTAKES AS WELL AS HIS.
AND PARKER CERTAINLY MADE AN INORDINATE AMOUNT. JAY HAS A POINT. WHAT KIND OF IMBECILE CREATES A MASKED IDENTITY TO PROTECT HIMSELF FROM HIS ENEMIES...
...ONLY TO PAINT A TARGET ON HIS BACK BY DECLARING HE IS SPIDER-MAN'S MINION?
Sub
ANOTHER MESS I'LL HAVE TO CLEAN UP. BUT IT CAN WAIT. WITH THE KINGPIN NEUTRALIZED, FEW MEN POSSESS THAT KNOWLEDGE.
AND I PITY ANY FOOL ENOUGH TO COME AFTER ME.

2208
B
HOW I DETEST THE SUBWAY.
BUT THERE'S NO BETTER PLACE TO TEST THE STRENGTH OF THE SIGNALS COMING FROM MY SPIDER-EYES.
LETTING THEM PATROL THE CITY FOR ME HAS FREED UP TIME I CAN USE FOR MORE PRODUCTIVE PURSUITS.
BUT I MUST KNOW THEY CAN REACH ME ANYWHERE, EVEN DEEP UNDERGROUND.
AH, GOOD... ONE OF THEM'S SENDING AN ALERT NOW.
BZZT BZZT
LIKELY SOME PETTY CRIME I CAN SIMPLY NOTIFY THE POLICE OF--
OH, NO.
CAMERA BOT08AHA:
LOCATION : MAY APAR
NO!

WATCH IT!
OUT OF MY WAY, FOOLS!
I'M STILL IN MIDTOWN. I CAN MAKE IT BACK IN TIME.
PLEASE...
JAY!
GET OUT OF HERE, MAY! I'LL HOLD HIM OFF!

HEH. YOU HAVE COURAGE, OLD MAN, I'LL GIVE YOU THAT. BUT I'M AFRAID FOR YOU...
...IT'S *LIGHTS OUT.*
EEEEEEEEEE!
MAY! MAY, WHERE ARE-- UH!
WHUMP
MAY...?
BOO.
KRRNKK

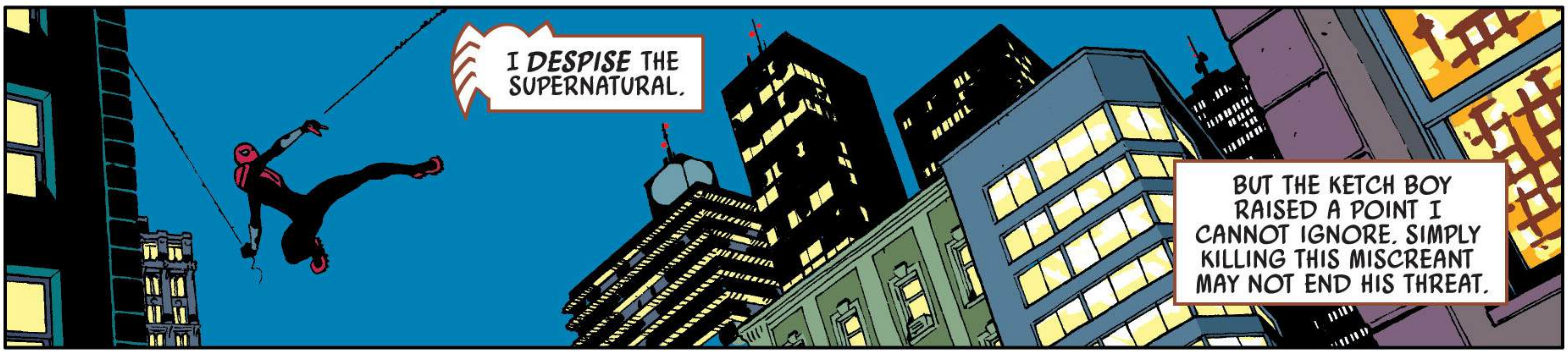
CURACY
AIL
CAM: 67X9
VISIBILITY: 0.00007%.
INFRARED DISABLE
ULTRAV
GO TO INFRARED. ULTRAVIOLET. *THE ENTIRE SPECTRUM!*
INCOMING CALL: JAMESON, JAY.
CURSE YOU, ROBOTS! SHOW ME SOMETHING OTHER THAN *DARKNESS!*
JAY?
PETER...
...SOMETHING TERRIBLE'S HAPPENED.
"GET OVER HERE RIGHT AWAY."
JAY! ARE YOU--
I'M FINE. BUT MAY...
HE'S TAKEN MAY.

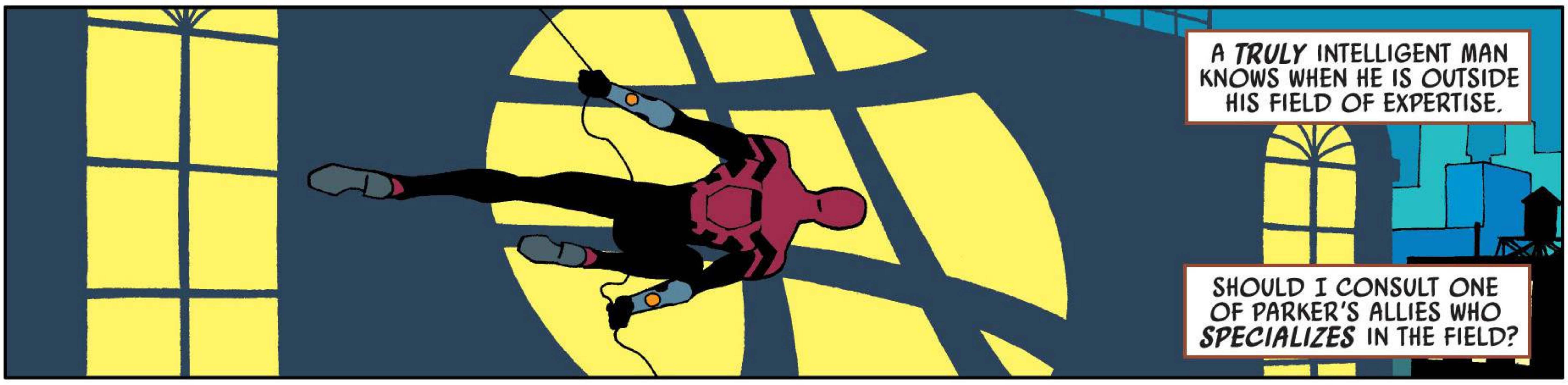
AND YOU **LET HIM**, YOU--NO. HE'S AN OLD MAN. THERE'S NOTHING HE COULD HAVE DONE. GET HOLD OF YOURSELF, OTTO.
GET HOLD OF YOURSELF, JAY. TELL ME WHAT HAPPENED.
HE CALLED HIMSELF **BLACKOUT**. HIS FACE...HE WAS HIDEOUS.
PETER, HE'S AFTER *YOU*.
HE SAID IF I CALL THE POLICE, MY SON, ANYONE...HE'LL KNOW. AND HE'LL **KILL HER**.
A STANDARD THREAT. USUALLY A BLUFF, BUT WE CAN'T TAKE ANY CHANCES.
HE TOLD ME TO GIVE YOU THIS.
CHEAP. DISPOSABLE. UNTRACEABLE.
HE SAID HE'D CALL YOU. AND THAT YOU SHOULD FOLLOW HIS INSTRUCTIONS TO THE LETTER IF WE EVER WANT TO SEE HER ALIVE AGAIN.
I DON'T KNOW WHAT TO *DO*...
THIS IS GOOD. HE *WANTS* SOMETHING FROM ME. THAT MEANS HE WON'T HARM HER UNTIL HE GETS IT.
BUT *THEN* WHAT? HOW DO WE STOP HIM IF WE CAN'T *FIND* HIM?
YOU DIDN'T SEE HIM. HE'S **INSANE**. EVERY TIME SHE SCREAMED HE **LAUGHED**...
JAY, LISTEN TO ME. IF YOU'VE NEVER BELIEVED ANYTHING I'VE TOLD YOU, BELIEVE THIS. I AM GOING TO GET YOUR WIFE BACK TO YOU, SAFE AND SOUND.
BY ANY MEANS NECESSARY.

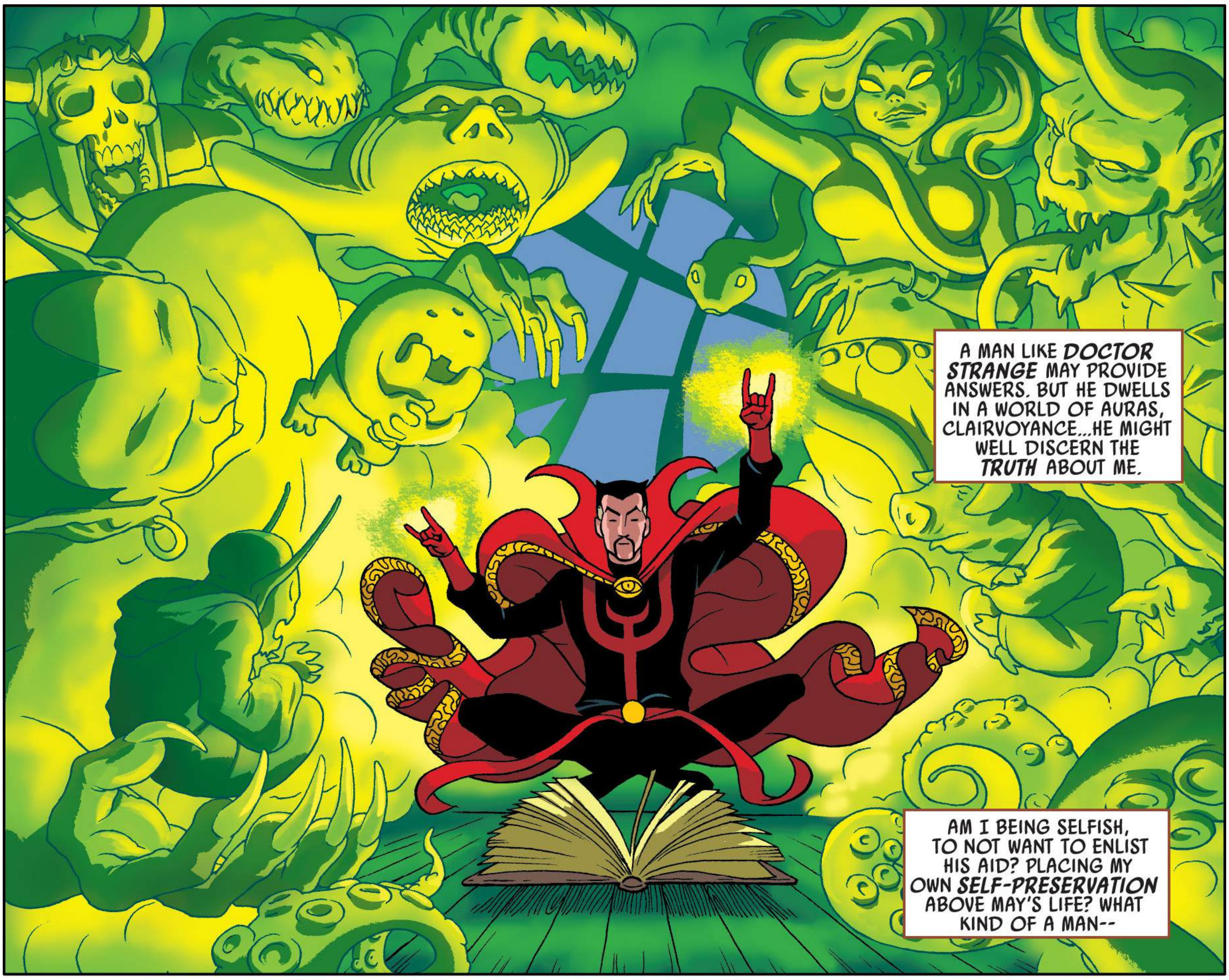
BZZT BZZT
BZZT BZZT
CLICK
THIS IS PARKER. I WANT PROOF OF LIFE, OR OUR CONVERSATION IS OVER.
OF COURSE. JUST A MOMENT.
PETER? DON'T RISK YOURSELF! CALL THE POLICE--
AUNT MAY...
DON'T LISTEN TO HER, BOY. I GAVE YOU PROOF OF LIFE. SHOULD YOU CROSS ME, I CAN JUST AS EASILY PROVIDE PROOF OF DEATH.
WHAT DO YOU WANT?
SABOTAGE. I WANT YOU TO COMPROMISE SPIDER-MAN'S EQUIPMENT. WEB FLUID THAT CLOGS. GOGGLES THAT GO DARK. THOSE UBIQUITOUS ROBOTS CATCH A VIRUS.
I BELIEVE I COULD KILL HIM REGARDLESS, BUT AN UNEXPECTED SYSTEMS FAILURE SHOULD GIVE ME ALL THE ADVANTAGE I NEED.
I HAVE NO WAY OF KNOWING WHEN I'LL SEE HIM NEXT!
FOR YOUR AUNT'S SAKE, I HOPE IT'S SOON. I DO GET BORED EASILY.
I'LL CHECK IN DAILY, FROM A NEW DISPOSABLE PHONE EACH TIME. IF YOU FAIL TO ANSWER...YOU WON'T LIKE WHAT'S LEFT ON YOUR VOICEMAIL.
OH, AND IF YOU HAVE ANY QUAINT NOTIONS OF TRACING THIS, WE'LL BE LONG GONE. A CELL PHONE IN THE TRASH IS ALL YOU'LL FIND.
A FEW FINAL WORDS. IF I SEE A SINGLE SPIDER-BOT, SHE DIES. IF I SEE THOR FLY OVERHEAD, SHE DIES. IF I WAKE UP IN A BAD MOOD, SHE DIES.
DO NOT TEST ME, BOY. I'M A REASONABLE MAN. BUT I AM ALSO AN ACCOMPLISHED, IMAGINATIVE AND UNREPENTANT KILLER. NEVER FORGET THAT.
YOU'RE A FOOL.
KRNCH

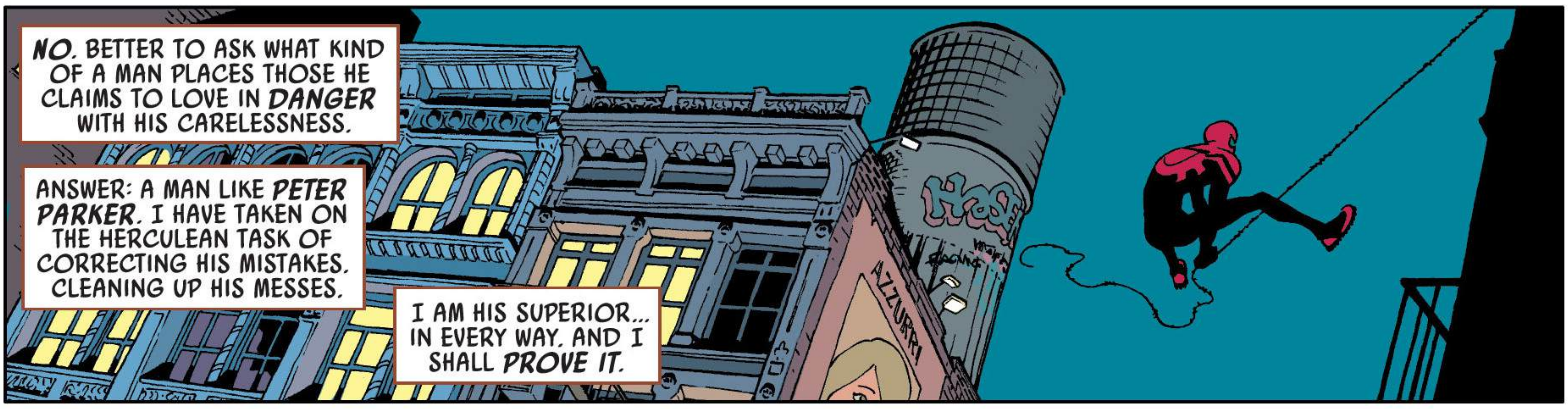
YOU'RE NOT DEALING WITH PARKER. *OR* SPIDER-MAN.
YOU'VE MADE AN ENEMY OF ***THE SUPERIOR SPIDER-MAN.***
AND YOU HAVE ***NO IDEA*** WHAT I AM CAPABLE OF.
I AM NOT THE POLICE, OR SOME INEPT TELECOMMUNICATIONS COMPANY.
MY SPIDER-EYES BLANKET THE ENTIRE CITY. THEY TRIANGULATED YOUR POSITION THE MOMENT YOU CALLED.
THEY CAN WATCH YOU FROM A ***DISTANCE*** WITHOUT YOUR EVER REALIZING IT.
OF COURSE, AS LONG AS YOU HAVE MAY, I CAN AFFORD NO MISTAKES. A CIRCUMSTANCE THAT WOULD INDEED GIVE YOU AN ADVANTAGE...
...***IF*** YOU FACED AN OPPONENT WHO ***MADE*** MISTAKES.
YOU THINK YOU KNOW SOME THINGS ABOUT ME.

"IT'S TIME I LEARNED MORE ABOUT *YOU*..."
Upstate.
BLACKOUT? YEAH, I KNOW HIM.
HE ***KILLED MY SISTER.***
"I FOUGHT MY SHARE OF PSYCHOS AS ***GHOST RIDER***, BUT HE WAS ONE OF THE WORST.
"HE'LL FIND OUT WHAT YOU CARE ABOUT MOST, AND TAKE IT FROM YOU. NO ONE'S OFF LIMITS-- WOMEN, KIDS...
"AND HE'LL COMMIT MURDER WITH LESS THOUGHT THAN YOU AND I GIVE TO WHAT SIZE ***COFFEE*** WE WANT."
I THOUGHT HE WAS DEAD, BUT I GUESS THAT ONLY MEANS SO MUCH WHEN A GUY'S ***HALF DEMON***. *NOT SURE HOW MUCH HELP I AM WITHOUT POWERS, BUT IF YOU WANT A HAND--*
NO NEED, KETCH. I'M NOT CERTAIN IT'S HIM YET...JUST FOLLOWING A TIP. IT COULD BE THE ***OTHER*** BLACKOUT-- THE ONE WITH THAT RIDICULOUS LIGHTNING BOLT ON HIS HEAD.
BUT AS A PRECAUTION, I'M GATHERING INFORMATION ON YOUR OLD ENEMY-- STRENGTHS, WEAKNESSES, THAT SORT OF THING.
YOU CAN SEE WHO SPIDEY IS TALKING ABOUT IN SUPERIOR TEAM-UP #6 -SELLIN' STEVE!
WELL, HE'S STRONG, FAST, DURABLE...RAZOR-SHARP CLAWS AND TEETH...LIKES TO RIP OUT THROATS...AND HE CAN LITERALLY SUCK THE LIGHT OUT OF A ROOM.
HE'S SENSITIVE TO SUNLIGHT. NOT BURSTING-INTO-FLAME SENSITIVE, BUT IT HURTS.
MY ADVICE? I KNOW THIS ISN'T YOUR STYLE. BUT IF YOU HAVE TO FIGHT HIM, ***KILL HIM.***
OR YOU'RE PUTTING A NOOSE AROUND THE NECK OF EVERYONE YOU KNOW.

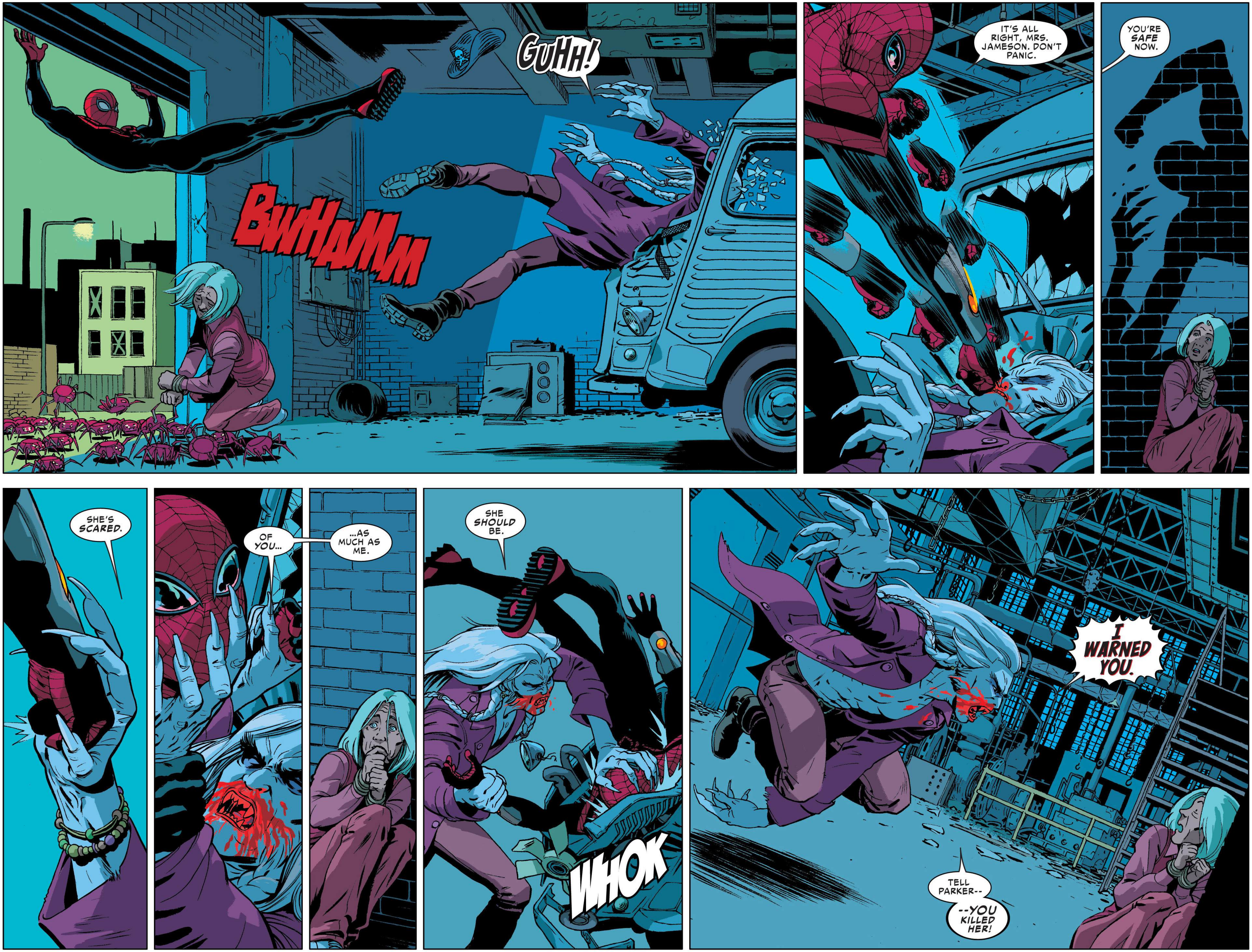

I *DESPISE* THE SUPERNATURAL.
BUT THE KETCH BOY RAISED A POINT I CANNOT IGNORE. SIMPLY KILLING THIS MISCREANT MAY NOT END HIS THREAT.


A *TRULY* INTELLIGENT MAN KNOWS WHEN HE IS OUTSIDE HIS FIELD OF EXPERTISE.
SHOULD I CONSULT ONE OF PARKER'S ALLIES WHO *SPECIALIZES* IN THE FIELD?


A MAN LIKE *DOCTOR STRANGE* MAY PROVIDE ANSWERS. BUT HE DWELLS IN A WORLD OF AURAS, CLAIRVOYANCE...HE MIGHT WELL DISCERN THE *TRUTH* ABOUT ME.
AM I BEING SELFISH, TO NOT WANT TO ENLIST HIS AID? PLACING MY OWN *SELF-PRESERVATION* ABOVE MAY'S LIFE? WHAT KIND OF A MAN--


NO. BETTER TO ASK WHAT KIND OF A MAN PLACES THOSE HE CLAIMS TO LOVE IN *DANGER* WITH HIS CARELESSNESS.
ANSWER: A MAN LIKE *PETER PARKER*. I HAVE TAKEN ON THE HERCULEAN TASK OF CORRECTING HIS MISTAKES. CLEANING UP HIS MESSES.
I AM HIS SUPERIOR... IN EVERY WAY. AND I SHALL *PROVE IT*.
AZZURRI

A DISUSED SLAUGHTERHOUSE. HOW *UNIMAGINATIVE*.
BUT *WINDOWLESS*. I CAN'T RISK MAY'S SAFETY BY STRAYING TOO CLOSE WITHOUT KNOWING HIS POSITION.
WITH HER LEG INJURY-- *ANOTHER* RESULT OF PARKER'S *INCOMPETENCE*-- HER ABILITY TO ESCAPE HIS GRASP IS SEVERELY LIMITED.
I MUST WAIT FOR BLACKOUT TO EMERGE. AND FROM WHAT HE HIMSELF HAS TOLD ME, I KNOW EVENTUALLY HE WILL...
ABATTOIR
AURORA
UP, OLD WOMAN. WE'RE GOING TO CALL YOUR NEPHEW.
MAYBE WE'LL DRIVE TO LONG ISLAND THIS TIME.
MAYBE I'LL MAKE YOU *SCREAM* THIS--
--TIME--


BWHAMM
GUHH!
IT'S ALL RIGHT, MRS. JAMESON. DON'T PANIC.
YOU'RE SAFE NOW.
SHE'S SCARED.
OF YOU...
...AS MUCH AS ME.
SHE SHOULD BE.
WHOK
I WARNED YOU.
TELL PARKER--
--YOU KILLED HER!

WHAT--?
SKRTCH
ROBOTS?
YES. THEY CAN GENERATE A FORCEFIELD.
NO MORE HOSTAGES, SCUM.
NOTHING CAN SAVE YOU NOW.
BRAKK
SAVE ME?

YOU'RE THE ONE WHO DIES TODAY!

KRTCH
GNH!
THERE. I'M NOT SURE THE TECH YOU'VE GOT IN THOSE EYEPIECES WOULD HAVE HELPED ANYWAY...
...BUT NOW THEY'RE *CLEARLY* USELESS.
AS ARE *YOU*.
AH YES, YOUR *DANGER SENSE*. NOT BAD.

BUT THERE'S A DIFFERENCE BETWEEN KNOWING A THREAT IS COMING...
HFF!
...AND KNOWING *WHERE* IT'S COMING FROM.
GAAHH!
SHHKK
HAH! I DIDN'T NEED PARKER AT ALL!

IS HE WATCHING THROUGH YOUR ROBOTS? I HOPE SO.
I WANT HIM TO *SEE YOU DIE*.
AND I WANT HIM TO SEE WHAT I DO TO HIS *AUNT*, AFTER I'VE CRUSHED THE ROBOTS PROTECTING HER.
TAKE A GOOD LOOK, PARKER.
THIS IS WHAT TRYING TO BE SMART GETS YOU.
SHINK
SHHNAKKK

NNAAAGGHH!
IDIOT.
I WAS AWARE OF YOUR PENCHANT FOR TEARING OUT THROATS. IT WAS CHILD'S PLAY TO REINFORCE MY NECK...AND *BOOBY-TRAP* IT.
NOT TO WORRY, MADAM. HE'S TOO STUNNED TO THREATEN YOU FURTHER.
RRRNCH
HERE-- USE THIS AS A CANE.
GET TO SAFETY.
SLIT
THERE ARE POLICE OFFICERS IN A DINER ONE BLOCK NORTH AND TWO BLOCKS EAST.
THEY'LL SEE YOU RECEIVE MEDICAL ATTENTION. I'M SURE ALL THIS HAS BEEN A SHOCK.
I'LL FINISH UP HERE.

SO. YOU THOUGHT TO RESTORE WHAT I'LL LAUGHINGLY CALL YOUR *REPUTATION*.
AAHK!
KRNCH
AT *MY* EXPENSE.
CRACK
IEEGH!
BY MAKING AN *EXAMPLE* OF ME.
THRNCH
NOT A BAD IDEA, ACTUALLY. YOU WERE JUST WRONG ABOUT WHICH OF US WILL *MAKE* THE EXAMPLE...
...AND WHO WILL *BE* THE EXAMPLE.

NOTHING TO SAY?
PTOO
WHAT ARE YOU GOING TO DO, BEAT ME? BREAK MY BONES? I'M NOT A NORMAL HUMAN. I'LL HEAL, GOOD AS NEW.
KILL ME? I DON'T THINK SO. I'M NO THREAT TO ANYONE AT THE MOMENT. YOU'D ONLY MAKE YOURSELF A TARGET OF THE POLICE AND YOUR FELLOW AVENGERS.
LOCK ME UP? I'LL GET OUT. AND THEN I'LL *FIND* YOU. BUT NOT UNTIL *AFTER* I'VE FOUND PARKER, HIS AUNT, AND EVERYONE ELSE YOU'VE EVER EXCHANGED A KIND WORD WITH.
I'M *HALF DEMON,* YOU IDIOT!
YOU HAVE NO IDEA WHO YOU'RE DEALING WITH!
NOR DO YOU.
BUT YOU'RE ABOUT TO LEARN.

I'VE NEVER HAD THE OPPORTUNITY TO EXAMINE A HALF-DEMON. WILL YOUR TEETH GROW BACK?
W--WHAT ARE YOU--
NEVER MIND. I'M A MAN OF SCIENCE. I PREFER TO LEARN BY *DOING*.
EEEAAAGGHHH!
ABATT
FASCINATING. YOUR CLAWS SEEM TO BE MADE OF *KERATIN*, LIKE NORMAL FINGERNAILS, BUT THEY'RE MUCH STRONGER. I'LL HAVE TO STUDY THEM FURTHER.
HH-- HHUCHH--
BUT BACK TO THE TASK AT HAND. I'M TOLD YOU ARE VULNERABLE TO *SUNLIGHT*, YES?
I CAN'T WAIT AROUND FOR DAWN. BUT I DID BRING A *SOLAR SIMULATOR*.
P-PLEASE... YOU WIN. I'M *SORRY*.
I SWEAR, I'LL NEVER CROSS YOU AGAIN. I'LL--I'LL LEAVE THE COUNTRY. I'LL DO *WHATEVER* YOU WANT!
PLEASE!

YES. YOU *WILL* DO WHAT I WANT. AND WHAT I WANT IS *THIS*.
TELL ALL YOUR MISBEGOTTEN ILK--TELL *ANYONE WHO WILL LISTEN*--THAT PETER PARKER IS *OFF LIMITS*.
IF HE, HIS AUNT, ANYONE ELSE ASSOCIATED WITH HIM--OR ASSOCIATED WITH *ME*--IS HARMED, HARASSED OR INCONVENIENCED IN *ANY WAY*--
IF THEY ARE KILLED IN A MUGGING, OR A CAR ACCIDENT...IF THEY DIE FROM WHAT SEEMS A NATURAL HEART ATTACK...IF THEY GET SO MUCH AS *JOSTLED ON THE SUBWAY*...
I WILL FIND OUT WHO IS RESPONSIBLE. AND WHAT I DO TO THEM WILL MAKE WHAT I'VE DONE TO YOU SEEM THE MOST TENDER OF MERCIES.
YES! *YES!* I'LL DELIVER THE MESSAGE! I'LL MAKE SURE EVERYONE UNDERSTANDS!
YOU WILL INDEED.
CLICK
SSSSS
GNAAAAGGHHH!
EEEAAAAGGHHH!

The Next Day.
NYC FLOWERS
NATURAL
JAY? I'M ON MY WAY. JUST STOPPED TO BUY SOME FLOWERS.
BUMP
WATCH YOURSELF, IDIOT!
SORRY. MY BAD.
WHAT'S HER BLOOD PRESSURE? HEART RATE? GOOD. IT SOUNDS LIKE SHE'S JUST SHAKEN UP. UNDERSTANDABLY.
TELL HER I'LL BE THERE SOON.
DUDE!
I DIDN'T KNOW YOU WERE PETER PARKER. I SWEAR, I NEVER WOULDA--
I'M SORRY. DON'T TELL HIM, OKAY? PLEASE... I'VE GOT KIDS!
FOR THE LOVE OF GOD, I'VE GOT KIDS!
HM.
YES, I THINK THIS WILL DO.

Below Manhattan.
YOU SHOULD SEE THIS BLACKOUT GUY. I SWEAR, ONE LOOK AND I LOST MY LUNCH.
WORD'S OUT. THE SPIDER'S *NOT PLAYING*.
INTERESTING. A REACTION LIKE THIS...HE'S SHOWN ME HIS BELLY.
BOSS, ALL DUE RESPECT, THIS AIN'T THE GUY YOU REMEMBER. HE'S *CHANGED*. SOME PEOPLE EVEN THINK HE'S *LOSING IT*.
HE'S GOT EVERYONE SCARED TO CROSS HIM. THE WISEGUYS, THE CARTELS, THE MASKS...
HE'S NOT PLAYING BY THE SAME RULES. TOTAL WILD CARD. NO ONE KNOWS *WHAT* HE'S GONNA DO.
I MEAN, YEAH, HE SHOWED HE GETS MAD WHEN YOU MESS WITH PEOPLE CLOSE TO HIM. BUT IF HE'S GONNA BE *THIS* HARDCORE ABOUT IT, WHY TAKE THE CHANCE?
WHY?
I SHOULD THINK THAT'S OBVIOUS.
IT'S A *TRADITION*.
HA HAHA HAHA HA

RAMOS '13
delgado

SUPERIOR *Spider-Man #22* “DARKEST HOURS PART 1: FACE-TO-FACE”

West Side Train Yard, Manhattan.
HEY, GENIUS, THOSE ARE GRENADES. HANDLE WITH CARE, HUH?
NO DOUBT ABOUT IT. THOSE GUYS ARE DRESSED LIKE THE CRIME MASTER'S GOONS. AND ARMS DEALING WAS HIS SPECIALTY.
ALL OF WHICH ADDS UP TO VERY BAD NEWS FOR BETTY, CONSIDERING THE MOST RECENT CRIME MASTER WAS HER BROTHER...AND WE THOUGHT SHE'D KILLED HIM.
IF BENNETT SURVIVED SOMEHOW... IF HE'S BACK...
...BETTY BRANT IS IN DEEP TROUBLE.
HHH--!

IT'S OKAY, IT'S ME...FLASH THOMPSON'S IN CONTROL. IF THE SYMBIOTE WAS, I'D BE ALL DROOL AND FANGS AND JACKED-UP MUSCLES.
I KNOW THAT. YOU THINK I CALLED YOU BECAUSE I ENJOY REUNIONS WITH EX-BOYFRIENDS?
I FIGURED THIS WAS A JOB FOR "AGENT VENOM." OR WHATEVER YOU CALL YOURSELF WHEN YOU'RE LIKE... THAT.
I'M RESEARCHING A STORY ON THE CHANGING FACE OF ORGANIZED CRIME IN THE CITY. A TIP LED ME TO THEM.
CRIME MASTER'S MEN. AND HE--
SHOULD BE DEAD.
I WAS GOING TO SAY HE KNEW WHO I AM. AND HE WASN'T SHY ABOUT GOING AFTER PEOPLE CLOSE TO ME.
ONCE AGAIN, THIS IS NOT NEWS.
BETTY, I'M SORRY FOR...FOR EVERYTHING. AND I KNOW I HAVE NO RIGHT TO ASK YOU FAVORS. BUT I NEED YOU TO DO THIS FOR ME.
TAKE MY MOM SOMEWHERE. AND YOURSELF. FIND A PLACE TO HOLE UP. DON'T TELL ANYONE WHERE, NOT EVEN ME. I'LL CALL WHEN IT'S SAFE.
I PROMISE I'LL LOOK AFTER HER. BUT FLASH...WHAT ARE YOU GOING TO DO?
I'M GOING TO TAKE CARE OF THIS.

I CAN DISGUISE MYSELF AS ONE OF THEM AND LET THEM LEAD ME TO CRIME MASTER.
THEY'RE MUSCLE, BUT THEY'RE NOT IDIOTS. THEY'LL NOTICE IF THERE'S AN EXTRA GUY.
THERE WON'T BE.
MY FAULT FOR ASKING.
BETTY--
NO. I DON'T WANT TO KNOW *ANYTHING* ABOUT THIS PART OF YOUR LIFE. JUST...DON'T WORRY ABOUT US.
AND BE CAREFUL.
BEAUTIFUL. JUST WHEN I THOUGHT SHE COULDN'T BE ANY MORE DISGUSTED WITH ME.
BUT THIS IS ONE THING I'M NOT APOLOGIZING FOR. YOU THREATEN THE PEOPLE I LOVE, YOU'RE DECLARING WAR.
AND WAR IS WHAT I DO BEST.

CONGRATULATE YOURSELVES. TODAY, YOU JOIN AN ORGANIZATION THAT WILL *SHAKE THE VERY FOUNDATIONS OF HUMAN CIVILIZATION.*
THIS IS MY PROMISE TO YOU: THROUGH UNITY, DETERMINATION, AND LOYALTY...BY YOUR UNSWERVING DEDICATION TO MY *UNPARALLELED VISION...*
WE SHALL *CRUSH* ANY FOOLISH ENOUGH TO CHALLENGE US. WE WILL RISE TO HEIGHTS *UNDREAMED* OF BY THOSE WITH LESSER MINDS.
AND SOONER THAN ANYONE EVER DREAMED POSSIBLE, THE WORLD WILL *BEND ITS COLLECTIVE KNEE* TO--
P I
GRAN
OPE
PARKER INDUSTRIES!
A *REVOLUTION* IN START-UPS! AN *OVERTHROW* OF THE TECHNOLOGY SECTOR! MARK MY WORDS, AND MARK THEM WELL... TOGETHER WE WILL *RULE THE WORLD* OF SCIENCE!
AND IN CELEBRATION OF OUR FIRST DAY, THERE IS *CAKE* IN THE CAFETERIA!
DON'T EXPECT THAT TO BE A REGULAR THING.

OKAY, PARKER, SOMEONE'S READ TOO MANY BOOKS ABOUT APPLYING "THE ART OF WAR" TO BUSINESS.
GRAND OPENING
IN THE WORLD OF TECH STARTUPS, SAJANI, ANYTHING LESS THAN TOTAL COMMITMENT...
...IS COURTING DEFEAT. COME, LET US SURVEY OUR DOMAIN.
MORE POLISH, WORKER! I WANT IT TO GLEAM!
PARKER INDUSTR
HEY, DON'T GET ME WRONG. I THINK YOUR APPROACH'LL GET A LOT BETTER RESULTS THAN THAT NEW AGE CRAP MAX MODELL WAS PEDDLING AT HORIZON.
OF COURSE. BECAUSE YOU'RE A WOMAN OF VISION... WISE ENOUGH TO INVEST IN THIS MOMENTOUS ENDEAVOR. A MOST WORTHY JUNIOR PARTNER.
PARKER
NO DOUBT OUR OTHER FORMER COLLEAGUES WILL REALIZE WHAT YOU HAVE...ALBEIT WHEN IT'S FAR TOO LATE.
THEY'LL BEAT ON THE DOORS, SCREAMING, "SAVE US!" AND I WILL WHISPER--
GOOD HEAVENS! THAT'S JAY JAMESON'S CAR. IS MY AUNT MAY HERE?
INSIDE WITH DR. WIRTHAM.
WHY WASN'T I TOLD?
COME ON. INTERRUPTING A MONOLOGUE LIKE THAT GETS YOU FED TO THE SHARKS. WE ARE GETTING SHARKS, RIGHT? THE INTERNS LOOK MOUTHY.
SEE TO THINGS HERE. I MUSTN'T KEEP THEM WAITING.
HA. THE BIG, TOUGH BOSS MAN IS A MAMA'S BOY!
I MAKE NO APOLOGIES FOR SHOWING PEOPLE RESPECT THEY'VE EARNED...OR MAKING TWO OF MY OTHER LARGEST INVESTORS FEEL WELCOME.

PETER SHOULD BE FINISHED SOON. UNTIL THEN, ALLOW ME TO GIVE YOU A TOUR OF THE MEDICAL RESEARCH WING.
THAT'S VERY KIND, BUT WE'RE FINE IF YOU NEED TO BE AT THE MEETING.
NOT AT ALL. I'M A CONSULTANT, NOT AN EMPLOYEE. MY NAME IS *ELIAS WIRTHAM.*
I KNOW *EXACTLY* WHO YOU ARE.
YOU-- *DO?*
YOU TOOK OVER THE *F.E.A.S.T. CENTER* AFTER THAT HORRIBLE BUSINESS WITH *MARTIN LI* TURNING OUT TO BE A CRIMINAL. I USED TO VOLUNTEER THERE.
BLESS YOU, DR. WIRTHAM. WHATEVER ITS PROBLEMS, THAT PLACE ADDRESSED A REAL NEED IN THE COMMUNITY, AND I AM *SO* GLAD YOU'RE DOING SUCH GOOD WORK WITH IT.
OH--OF COURSE. I CALL IT THE *H.E.A.R.T. CLINIC* NOW. IN FACT, IT'S PART OF THE REASON I'M HERE.
DR. WIRTHAM IS SECRETLY THE ANTI-HERO CARDIAC! -STRESS-TEST STEVE
AFTER ALL THE TIME, MONEY AND ENERGY PETER--AND, THANKS TO HIM, *SPIDER-MAN*--HAVE DEVOTED TO THE CLINIC, I COULD DO NO LESS.
SPIDER-MAN? PETER TOLD ME HE'D *SEVER HIS TIES* WITH--
OH, JAY, ISN'T PETER'S COMMITMENT TO DIVERSITY WONDERFUL?
DEFINITELY... THOUGH I'M SURE SHE GOT THE JOB ON HER MERITS.
OF COURSE. I HOPE THAT DIDN'T COME OUT WRONG.
NOT AT ALL, DEAR. I KNOW YOUR HEART'S IN THE RIGHT PLACE. I JUST DIDN'T WANT DR. WIRTHAM TO GET THE WRONG IDEA.
NO NEED TO--AH, HERE WE ARE.

AUNT MAY! JAY! I'M SO SORRY TO KEEP YOU WAITING.
WELL, YOU'RE A BUSY MAN, MR. C.E.O.! IT'S FINE, DR. WIRTHAM SHOWED US AROUND.
AND I MUST SAY, IT'S IMPRESSIVE. YOU'VE CERTAINLY PUT EVERY PENNY TO EXCELLENT USE.
NO NEED TO WORRY, JAY...PARKER INDUSTRIES WILL BE A GIGANTIC SUCCESS. AND YOU'LL BE EVEN *RICHER*.
PETER, DEAR, YOU KNOW WE BELIEVE IN YOU. YOU DIDN'T HAVE TO BRING US HERE TO SHOW US THAT.
ALL I WANT IS TO MEET YOUR NEW GIRLFRIEND. BRUNCH, THIS WEEK--YOU CAN'T REFUSE AN INVESTOR, LET ALONE TWO.
WE'D LOVE TO. BUT I DIDN'T BRING YOU HERE FOR A TOUR, AUNT MAY. I HAVE A SURPRISE.
I'VE MADE A *BREAKTHROUGH* IN CYBERNETIC LIMB TECHNOLOGY. WITH DR. WIRTHAM'S HELP--AND A SIMPLE OUTPATIENT PROCEDURE--
--WE'LL HAVE YOU WALKING WITHOUT THAT CANE IN NO TIME.
YOU--YOU REALLY MEAN IT?
DOCTOR, ARE YOU SURE IT'S SAFE?
PERFECTLY. I'VE DONE ALL THE TESTING MYSELF.
TRUST ME. I'VE WORKED LONG AND HARD FOR THIS MOMENT.
EVERYTHING IS GOING *EXACTLY* ACCORDING TO PLAN.

Prospect Heights, Brooklyn.
THE APARTMENT OF OFFICER CARLIE COOPER.
THIS IS NOT GOOD.
LOCK'S BROKEN. CARLIE'S NOT ANSWERING CALLS, TEXTS OR EMAILS.
THE APARTMENT'S BEEN RANSACKED. THEY LEFT HER JEWELRY, CREDIT CARDS, EVEN CASH...
...BUT TOOK HER FILES, NOTES AND COMPUTER HARD DRIVES.
ALL THE EVIDENCE SHE WAS BUILDING TO PROVE A LINK BETWEEN DOCTOR OCTOPUS AND SPIDER-MAN.
WE UNDERESTIMATED THE SPIDER. SOMEHOW HE FOUND OUT WE WERE ONTO HIM. AND NO WONDER...
...HE'S GOT EYES EVERYWHERE. BUT I HAVE AN ACE IN THE HOLE, TOO. WHAT DETECTIVE YURI WATANABE CAN'T FIND OUT, THE WRAITH CAN.
7A
SPIDER-MAN BETTER PRAY CARLIE'S OKAY. BECAUSE NOW THAT I KNOW HE'S DIRTY, I'M BRINGING HIM IN...
...DEAD OR ALIVE.

Pier 64, along the Hudson.
HOME TO PARKER INDUSTRIES.
IT'S INCREDIBLE, PETER. WE'RE VERY IMPRESSED.
AND LOOKING FORWARD TO BEING IMPRESSED BY YOUR LADY FRIEND!
I KNOW, AUNT MAY. I'M GOING TO CONFIRM IT RIGHT NOW.
♫ YOU MAKE IT SEEM I'M SO CLOSE TO MY DREAM, AND THEN SUDDENLY IT'S ALL THERE... ♫
ANNA MARIA?
COME ON IN.
THE LIGHTS--? WHAT-- OH!
YOU KNOW HOW I'VE BEEN EXPERIMENTING WITH BIOLUMINESCENCE AS A GREEN ENERGY LIGHT SOURCE?
WELL, MOST FISH THAT MAKE THEIR OWN LIGHT LIVE AT LOW DEPTHS, AND THEY'RE NOT PRETTY OR TASTY. SO I'VE GENETICALLY ENGINEERED THAT ATTRIBUTE IN OTHER SPECIES.
GLOW-IN-THE-DARK SUSHI FOR NIGHTCLUBS. AQUARIUMS THAT DOUBLE AS LAMPS. ALGAE-POWERED SECURITY LIGHTS THAT WORK EVEN WHEN BACKUP GENERATORS FAIL. NEAT, HUH?
FAR MORE THAN THAT.
IT'S... MAGICAL.

ANNA MARIA, WOULD YOU LIKE TO MEET...WELL... MY PARENTS?
WOW.MOVING KIND OF FAST, AREN'T WE, SLICK?
BUT THAT'S WHAT I LIKE ABOUT YOU. YOU WANT A DOCTORATE? YOU *GET IT.* YOUR OWN COMPANY? BOOM. ***THERE IT IS.***
YOU HELP OUT SPIDER-MAN. YOU LOOK AFTER YOUR AUNT. ANYTHING YOU WANT TO DO, YOU JUST *DO* IT...AND DO IT *WELL.* NO EXCUSES, JUST RESULTS. YOU'RE *AMAZING.*
THANK YOU. I...HAD A CLOSE CALL RECENTLY. IT MADE ME REALIZE THAT LIFE IS...
DON'T SAY "*SHORT.*"
AND IF THERE'S SOMETHING WORTH HAVING...YOU GRAB IT WHILE YOU CAN.
NO...*PRECIOUS.* YOU HAVE TO MAKE EVERY MOMENT COUNT. IF SOMETHING IS WRONG, YOU FIX IT, AS QUICKLY AND EFFICIENTLY AS POSSIBLE.
YOU'RE RIGHT. C'MERE.
HERE... NOW? ARE YOU SURE?
YES. I'M NOT WASTING A MOMENT EITHER. NOT WHEN SPIDER-MAN MIGHT SUDDENLY CALL YOU AWAY AGAIN. LET'S MAKE THE MOST OF THIS TIME...
...WHILE WE HAVE THE CHANCE.

Spider-Island.
SPIDER-MAN'S OPERATING BASE.
ALL RIGHT, PEOPLE, WHAT'VE WE GOT?
SPIDER-BOT #281 HAS A DRUG DEAL GOING DOWN IN TOMPKINS SQUARE PARK.
ROUTE IT TO THE COPS. THEY CAN HANDLE IT. THE BOSS WANTS THE *HOBGOBLIN*...NEW, CLASSIC, WHATEVER. AND IF THE BOSS AIN'T HAPPY, AIN'T NOBODY HAPPY.
SIR, I'VE GOT A FIREFIGHT IN A WAREHOUSE NEAR THE DOCKS!
DATABASE I.D.'S THE PERPS AS THE *CRIME MASTER'S* GUYS. THE BOSS IS OUT TO TAKE DOWN ORGANIZED CRIME, RIGHT?
HOLY COW-- I'M PRETTY SURE THAT'S *VENOM* THEY'RE FIGHTING!
CALL THE BOSS AND MOBILIZE THE *ARACHNAUTS!*

I HOPE FOR YOUR SAKE THIS IS *IMPORTANT.* YOU COULD NOT HAVE CALLED AT A *WORSE TIME.*
I WAS RIGHT IN THE MIDDLE OF--NEVER MIND. *WHAT IS IT?!*
VENOM AND CRIME MASTER? IS THAT CONFIRMED? NO. YOU DID WELL. LISTEN CAREFULLY TO MY INSTRUCTIONS...
WE HAVE VISUAL ON YOU, BOSS.
ABOUT TIME. DO NOT SLOW YOUR PACE. TIME IS OF THE ESSENCE.
SIR!
YOU BROUGHT THEM?
AS YOU INSTRUCTED, SIR.

GOOD. TAKE THE OLD ONES WHILE I ENSURE THE POLICE WILL NOT GET UNDERFOOT.
SECURE LINE. CALL CHIEF PRATCHETT.
PRATCHETT, SPIDER-MAN HERE. I ASSUME YOU KNOW OF THE WAREHOUSE SHOOT-OUT? CORRECT.
SET UP A CORDON. MAINTAIN A SAFE DISTANCE. MY MEN AND I WILL BE THERE SHORTLY. I SHALL DEAL WITH THIS--*PERSONALLY.*
KLIK KLAK
WE'RE ALREADY HERE. YOU WANNA JUMP INTO THAT MESS, BE MY GUEST...
...BUT NOT UNTIL I CONFIRM YOU'VE GOT THE MAYOR'S OKAY.
2312
NYPD
POLICE
1000

OF COURSE SPIDER-MAN HAS MY FULL CONSENT! WHY WOULDN'T HE?
NOW DO AS HE SAYS!
The Office of Mayor J. Jonah Jameson.
BLAST IT!
MISS GRANT, I WANT REAL-TIME UPDATES ON THIS.
I'LL TAKE CARE OF IT, MR. MAYOR.
BUT IT'S ALL KEEPING UP APPEARANCES, ISN'T IT? I HAVE NO SAY IN THIS.
A SHOOT-OUT IN MY CITY AND I'M A SPECTATOR.
I CAN'T GO ON LIKE THIS...BLACKMAILED BY THAT WALL-CRAWLING MENACE. I WAS RIGHT ABOUT HIM ALL ALONG...
...FOR ALL THE GOOD IT DOES ME. BECAUSE I MADE THE MISTAKE OF TRUSTING HIM, I'M NOW HIS RUBBER STAMP...HIS PUPPET...HIS LACKEY...HIS CLOWN.
NO DIFFERENT THAN THOSE TINY, INFERNAL ROBOTS HE--
WAIT. THAT'S IT.
I KNOW EXACTLY WHAT I HAVE TO DO.

The Docks.
GET HIM! WHY IS IT SO HARD TO KILL THIS GUY?
YOU'RE NOT THE CRIME MASTER. HE KNEW WHAT I COULD DO.
HE ALSO KNEW IF HE EVER SHOWED HIS FACE AGAIN, I'D RAIN HELL DOWN ON HIM.
WHAT? KINGSLEY NEVER MENTIONED THAT WHEN HE SOLD ME THE FRANCHISE! THAT LYING SON OF A--
"FRANCHISE"?
WHAT KIND OF INSANITY IS--

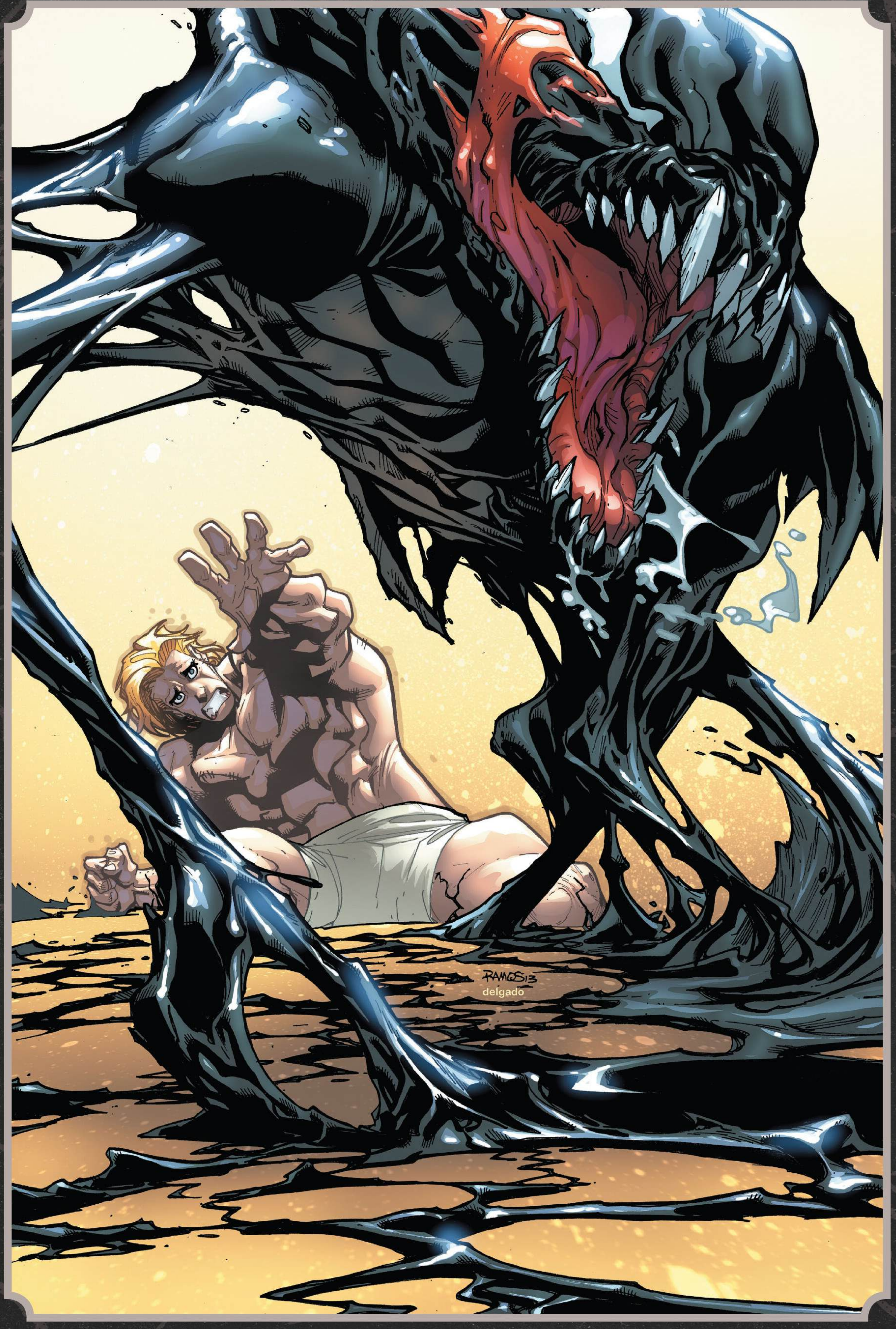
ON YOUR KNEES. HANDS ABOVE YOUR HEAD.
THIS IS YOUR *ONLY* WARNING.
BKROOOOOM
OKAY, THAT'S IT.
I'M *OUT.*
I SURRENDER! PLEASE, I'M NOT THE CRIME MASTER! I BOUGHT THE MASK AND NAME FROM THE *HOBGOBLIN!*
I DID SOME SMUGGLING FOR THE MAGGIA, SAVED UP A STAKE, BOUGHT A TICKET TO THE BIG LEAGUES. BUT IT IS *NOT AT ALL WHAT I EXPECTED!*
CAN YOU JUST TAKE ME TO JAIL? I CAN DO JAIL...

UNBELIEVABLE. ALL THAT FOR SOME *WANNABE* THE COPS COULD'VE HANDLED.
WELL, IT WAS KINDA OVERKILL, BUT AT LEAST IT'S FINISHED. THANKS FOR HELPING ME TAKE HIM DOWN, AVENGER.
WHAT?
I'M NOT HERE FOR THAT IDIOT.
FWOOOSH
I'M HERE FOR *YOU*.
GNAAAGH!

GOD, THAT HURTS...
KEEP IT *TOGETHER*, THOMPSON! CAN'T LET THE SYMBIOTE TAKE CONTROL.
THAT WAS STUPID. I HAVEN'T REALLY "*MET*" SPIDER-MAN SINCE I STARTED WEARING THE SUIT...NOT WHEN I WAS IN CHARGE, ANYWAY. AND MY AVENGERS UNIT WAS *COVERT*.
FOR ALL HE KNOWS, I'M THE SAME SLOBBERING, OUT-OF-CONTROL MONSTER HE USED TO FIGHT.
HE HAS NO IDEA I'M A GOOD GUY, LET ALONE *FLASH THOMPSON*, HIS BIGGEST FAN.
WHICH I'D BETTER GET OVER IN A HURRY...'CAUSE IF I DON'T STOP HOLDING BACK, BEING A FAN IS GONNA GET ME *KILLED*.
FOOLS! OUT OF MY WAY!

SPIDEY, *LISTEN* TO ME!
HNG!
N-NO, *YOU* LISTEN...
...TO THE SONG OF MY *SONIC* WEBBING!
REEEE
NNAAAAA!
DO YOU THINK I'M *STUPID?* I KNOW FULL WELL THAT *SOUND* IS YOUR SYMBIOTE'S WEAKNESS. AND WITHOUT THE SYMBIOTE, YOU'RE NOTHING BUT--
WAIT!
YEAH. IT'S ME... *FLASH.*
BUT IT'S NOT WHAT YOU THINK. I'M IN *CONTROL* OF THE SYMBIOTE. MAYBE I SHOULDA TOLD YOU BEFORE, BUT WHAT'S IMPORTANT IS, I'M ON THE SIDE OF THE *ANGELS.*
AND YOU CAN TRUST ME ON THIS, 'CAUSE...WELL...IT'S *ME.* AND YOU *KNOW* ME.

UH... RIGHT?
SORRY, "FLASH." YOU MUST HAVE ME CONFUSED...
...WITH SOMEONE WHO CARES!


RAMOS'13
delgado

SUPERIOR *Spider-Man #23* "DARKEST HOURS PART 2: COMPLICATIONS"

The Docks.
CHIEF PRATCHETT, AM I NUTS, OR IS THAT THE *CRIME MASTER?*
HOLD FIRE!
PLEASE! I GIVE UP!
I'LL CONFESS! I RAN GUNS! I'LL GIVE UP MY SUPPLIERS! JUST HELP ME!
IT'S A *WAR ZONE* IN THERE! *SPIDER-MAN AND VENOM ARE OUT OF CONTROL!*
HM. MAYBE "CRIME MASTER" HAS THE RIGHT IDEA.
YOU GOT ME. ***YOU WIN.***
WHAT?
YOU SAY YOU DON'T KNOW ME? FINE. BUT I KNOW *YOU.*
AND THE SPIDEY I KNOW *DOESN'T* EXECUTE PRISONERS. DOES HE?
NO...OF COURSE NOT.

IN FACT. I'M SURE THIS CAN ALL BE EASILY RESOLVED.
WITH YOUR *DEATH*. JUST GIVE ME THE SLIGHTEST EXCUSE...
I'LL NEED PROOF YOU'RE IN CONTROL OF THE SYMBIOTE. MAKE IT DO SOMETHING.
WHICH I'LL INTERPRET AS A HOSTILE MOVE, AND THEN FINISH YOU OFF.
I CAN'T TAKE THE CHANCE YOU MIGHT EXPOSE ME...AND, OF COURSE, VENOM IS A THREAT TO HUMAN LIFE THAT SHOULD HAVE BEEN PUT DOWN LONG AGO.
SMOKE
SMOKE
I'LL TRY, BUT YOU HURT THE SYMBIOTE WITH YOUR FIRE AND SONIC WEBBING.
THERE. PART OF CRIME MASTER'S ARMS SHIPMENT.
GAS GRENADES!
...LET ME *FOCUS*...
FWOOMF
KAFF! WHAT TREACHERY IS THIS?!
THAT SHOULD DO THE TRICK!
OPEN FI--! ⊰URK⊱
SORRY...

...BUT YOUR GUYS LOOK LIKE THEY HAVE ITCHY TRIGGER FINGERS.
WHRAK
UNGH!
SO DO *YOU*, TO BE HONEST.
ZAKZAKZAK
BUT YOU'RE SUPPOSED TO BE GOOD GUYS, SO I'LL STICK TO STUN.
GET HIM, FOOLS! HIS SYMBIOTE'S WEAKENED! *HE'S JUST ONE MAN!*
ONE MAN WHO EARNED THE *MEDAL OF HONOR* IN COMBAT.
IT'S LIKE YOU DON'T *REALLY* KNOW ME AT ALL.
BRAKK

I KNOW ALL I NEED TO! I *KNOW* *HOW TO HURT YOU!*
FWOOOSH
BOSS, *NO!* THAT'S FULL OF MORE--
REEEE
BWHOOOM
--GRENADES...
THE SYMBIOTE'S FREAKING OUT. GOTTA TALK TO IT... KEEP IT FOCUSED.
EASY BUDDY. I KNOW FIRE AND SOUND ARE PAINFUL. LEAVE THE FIGHT TO ME.
I'LL GET US OUT OF HERE. ALL I NEED YOU TO DO IS MAINTAIN MY ARTIFICIAL LEGS...
...AND *ONE MORE* THING.
WHERE IS HE?
WE'LL GET HIM, BOSS. A GUY LIKE THAT'S HARD TO MISS.
IMBECILE! HIS SYMBIOTE CAN *CHANGE ITS APPEARANCE!* HE CAN HIDE IN A CROWD! SCOUR THE AREA. INTERROGATE *EVERYONE.*
BRING ME THE HEAD OF THIS FLASH THOMPSON!

WHAT'S THE IDEA HARASSING MY GUYS? DON'T TRY BLAMING US BECAUSE YOU LOST THE TARGET!
MY MEN WILL SHOW ALL DUE COURTESY. AND INTERROGATE *EACH OTHER* JUST AS THOROUGHLY.
BLAST IT. THE SYMBIOTE MUST HAVE EXPELLED ALL MY *NANO-SPIDER-TRACERS.* AND WITHOUT THEIR SIGNAL...
...I HAVE NO IDEA WHERE VENOM'S GONE.
I SUGGEST YOU STOP COMPLAINING, PRATCHETT, AND START *HELPING.*
AND I SUGGEST YOU REMEMBER THE CHIEF OF POLICE DOESN'T ANSWER TO SPIDER-MAN.
TEK
DOLT.
HELLO? WHO IS THIS? HOW DID YOU GET MY SECURE--?
PETER? FINALLY!
AH. ANNA MARIA. I'M SORRY I--
TOOK OFF?! IN THE MIDDLE OF--
BUT I HAD TO--
HELP SPIDER-MAN. I KNOW. BUT YOU OWE ME NOW, SLICK! BIG TIME!
UM. BRUNCH WITH MY PARENTS? TOMORROW. THEY'D LOVE TO MEET YOU. MY TREAT.
OH NO YOU DON'T. FOOD IS *MY* THING. THIS IS MY CHANCE TO WOW THEM. Y'KNOW I BETTER GET STARTED RIGHT NOW. KISSY KISSY.
I...AH... KISSY KISSY?
NO LUCK, BOSS. BUT WE'LL FIND HIM. SHOULD I PULL SOME GUYS OFF THE SEARCH FOR *HOBGOBLIN?*
NO! YOU WILL DO *BOTH* OR YOU WILL *KNOW MY WRATH!*
HOW HARD CAN IT POSSIBLY BE TO FIND SOMEONE DRESSED AS A GOBLIN?

The Goblin Underground.
MENACE, MY DEAR, I'VE TOLD YOU HOW MUCH I *LOVE* THIS LITTLE GIFT OF YOURS, HAVEN'T I?
MANY TIMES, MY LORD. I'M PLEASED YOU LIKE HER.
SUCK UP.
UNFORTUNATELY, SHE'S NOT A GIFT THAT KEEPS ON GIVING...
...ARE YOU, *OFFICER COOPER?* I'VE READ THAT LITTLE BOOK OF YOURS.
LOVE THE *TWIST* ENDING BY THE WAY. BUT IT SEEMS TO ME A *KEY* CHAPTER IS *MISSING.*
I-I DON'T KNOW WHAT YOU MEAN.
OH *REALLY?* YOUR JOURNAL MAKES IT QUITE CLEAR WHOSE MIND IS IN *SPIDER-MAN'S NOGGIN*...
...BUT *NOT* WHOSE *FACE* IS UNDER THAT MASK! HOW COULD YOU KNOW *ONE* WITHOUT THE *OTHER? SPEAK.*
I. DON'T. KNOW.
ME NEITHER. AND THAT...*VEXES* ME. AND I FEEL LIKE I *SHOULD* KNOW...
...IT'S THAT *MADDENING* LITTLE ITCH IN THE BACK OF MY HEAD THAT I JUST CAN'T *SCRATCH*
LET *ME* TRY, MY LORD. MAYBE I CAN *SCRATCH* IT OUT OF HER FOR YOU.
CARLIE AND I ARE LIKE FAMILY. MAYBE IF WE HAD A LITTLE *SISTERLY CHAT?*
NEVER.
A CAPITAL IDEA. YOU DO THAT, PET. SEE WHAT YOU CAN LEARN WHILE I'M RUNNING MY *ERRAND.*
YOU TWO ENJOY YOUR FAMILY TIME...WHILE I TEACH THE *BLACK SHEEP* OF THE GOBLIN FAMILY A *LESSON.*

Tribeca.
THE APARTMENT OF PETER PARKER.
I CAN'T WAIT TO MEET YOUR FOLKS. I'M GOING TO COOK ***ALL MORNING.***
I'M SURE IT WILL BE EXCELLENT, ANNA.
I'M JUST NERVOUS. THIS IS ANOTHER BIG STEP FOR US. THE FIRST TIME I'M SEEING YOUR PLACE!
I HAVE TO ADMIT, I'VE BEEN WONDERING WHAT AN AMAZING MIND LIKE YOURS WOULD DO WITH--
OH. MY. GOD.
UH... SURELY THERE'S NOTHING UNUSUAL HERE.
YOU KNOW I DEVELOP EQUIPMENT FOR SPIDER-MAN, SO--
MUCH OF MY WORK IS AT A ***CRITICAL STAGE.***
THERE'S DEVELOPING, AND THERE'S ***HOARDING.*** WHAT WERE YOU GOING TO DO, MAKE YOUR POOR OLD AUNT TRIP OVER ***SPIDER-BOTS*** ON THE WAY TO THE BATHROOM?
WE HAVE TO CLEAN THIS UP ***RIGHT AWAY.***
PETER. IF YOU WON'T DO IT FOR AUNT MAY, DO IT FOR ***ME.*** SO I'M NOT WORRYING ABOUT IT WHEN I MEET HER.
YOU WANT TO MAKE ME ***HAPPY,*** DON'T YOU?
I...
I...
MORE THAN ANYTHING.

Presbyterian Hospital.
Supply closet.
I KNOW YOU'RE HURTING. JUST MAINTAIN THE DISGUISE A FEW MINUTES LONGER.
AFTER ALL THIS TIME, I'M STILL NOT SURE WHAT YOU'RE MADE OF, SO JUST TELL ME IF THERE'S ANYTHING HERE THAT'LL MAKE YOU FEEL BETTER...
THERE WE GO. AND WE DIDN'T EVEN HAVE TO BREAK INTO THE CONTROLLED SUBSTANCES.
WHEELCHAIRS! GOOD NEWS, BUDDY...WE'RE MOBILE. NOW WE CAN *BOTH* GET A REST.
YOU DON'T HAVE TO BE MY LEGS ANYMORE. JUST GIVE ME SOMETHING TO WEAR. IT'S A FINE LINE BETWEEN "*AMERICAN HERO*" AND "*CREEPY NAKED GUY.*"
NEXT ORDER OF BUSINESS: FIND SOMEWHERE TO LIE LOW. CAN'T RISK PUBLIC PLACES, AND BETTY GOT MY MOM OUT OF TOWN WHEN I THOUGHT CRIME MASTER WAS AFTER THEM...
MJ'S? TRY AGAIN. THAT PLACE IS NEW YORK'S HOTTEST CLUB. IT'S, LIKE, *EXCLUSIVE*.
YEAH...FOR *US!* COPS, FIREMEN AND FIRST RESPONDERS GET IN FREE. SHOW OF APPRECIATION BY THE OWNER.
MARY JANE! GUESS I DO STILL HAVE FRIENDS IN THE CITY. 'COURSE, AS A WANTED FUGITIVE, I CAN'T GO ANYWHERE NEAR A PLACE THAT'S GONNA BE FULL OF POLICE.
BUT HEARING MJ'S NAME REMINDS ME THERE'S *ANOTHER* FRIEND I CAN REACH OUT TO.

MJ's Nightclub.
CHELSEA.
WELCOME, ONE AND ALL, TO THE GRAND REOPENING OF MJ'S! I'M SO HAPPY TO SEE YOU ALL HERE TONIGHT...
...AND JUST PLAIN GLAD TO BE HERE. AS MANY OF YOU KNOW, WE HAD A FIRE. IF NOT FOR PEDRO OLIVERA AND THE BRAVE MEN AND WOMEN OF LADDER 22...
...WELL, NOT ONLY WOULDN'T THERE BE AN MJ'S, THERE WOULDN'T BE AN MJ.
SO LET'S DRINK A TOAST TO OUR FIRST RESPONDERS. THESE DOORS ARE ALWAYS OPEN TO YOU... FREE OF CHARGE. IT'S THE LEAST I CAN DO.
WHAT DO YOU THINK, OLLIE? BETTER THAN LAST TIME YOU WERE HERE?
I DUNNO. LAST TIME I GOT TO SWEEP A BEAUTIFUL WOMAN OFF HER FEET.
WELL, WHY DON'T WE HEAD ONTO THE DANCE FLOOR AND SEE IF YOU CAN MANAGE IT AGAIN--
MARY JANE WATSON?
CAPTAIN YURI WATANABE, N.Y.P.D. HAVE YOU SEEN CARLIE COOPER?
CARLIE HASN'T SHOWN UP YET. I HATE TO BE RUDE, BUT WE WERE ABOUT TO HIT THE FLOOR...HOW ABOUT A DRINK ON THE HOUSE WHILE YOU WAIT?
I'M NOT HERE FOR THE PARTY. CARLIE'S MISSING.
AND THE LAST CALL MADE FROM HER PHONE WAS TO YOU, MS. WATSON.

OH MY GOSH. I'VE GOT A ZILLION MESSAGES FROM CONTRACTORS, PAINTERS, STAFF...
I MUST HAVE MISSED IT. LET ME--
IF SHE LEFT A MESSAGE, I'D LIKE TO HEAR IT TOO.
UM, ALL RIGHT, BUT LET'S GO IN MY OFFICE. FOR...PRIVACY.
DON'T WORRY. I'M SURE YOUR FRIEND'S FINE.
--WHATEVER YOU DO, FOR YOUR OWN SAKE...STAY FAR AWAY FROM PETER PARKER.
WHAT DOES SHE MEAN?
I... HAVE NO IDEA.
I MEAN, WE BOTH USED TO DATE PETER. BUT THAT'S OVER...ON BOTH COUNTS. WE'RE ALL FRIENDS NOW.
SHE SOUNDED AFRAID OF HIM.
IS THERE SOMETHING ABOUT PETER PARKER THAT MAKES HIM DANGEROUS? OR EVEN JUST SOME SECRET...SOMETHING THAT HAS MEANING TO BOTH YOU AND CARLIE?
I...I...
I CAN'T THINK OF ANYTHING. I'M SORRY. I COULD CALL PETER AND--
NO. I'D PREFER YOU DIDN'T MENTION THIS TO ANYONE. I DON'T WANT TO ALARM YOU, BUT CARLIE'S SAFETY COULD BE AT STAKE.
AND PETER PARKER JUST BECAME A VERY STRONG PERSON OF INTEREST.

TSK. SO DISORDERLY. I COULD EASILY BUILD A COMPREHENSIVE, MECHANIZED STORAGE SYSTEM--
NOK NOK
NOT BEFORE BRUNCH.
HOW ABOUT GETTING THE DOOR INSTEAD? I'M UP TO MY ELBOWS HERE.
GOOD HEAVENS.
FLASH THOMPSON?
I KNOW--LAST YOU HEARD I WAS IN PHILLY. I'M IN TOWN FOR WORK AND HAD SOME TIME OFF... WOULD'VE CALLED, BUT MY PHONE DIED.
HEY, IS IT COOL IF I HANG OUT FOR A WHILE? CATCH UP?
OH, HELLO. WHO'S THIS, PETER?
THIS...WHY, THIS...IS FLASH THOMPSON. HE'S... MOST DEFINITELY FLASH THOMPSON.
UH, FLASH, ALLOW ME TO INTRODUCE ANNA MARIA MARCONI.
IT'S A PLEASURE. SORRY TO BARGE IN. ME AND PETE GO WAY BACK.
YES.
WE'RE... LONGTIME FRIENDS.
HE'S BEING NICE. I USED TO GIVE HIM HELL IN HIGH SCHOOL...BUT WE'VE BOTH CHANGED A LOT SINCE THEN, RIGHT, BUDDY?
I'D LOVE TO HEAR WHAT PETER WAS LIKE BACK THEN, BUT WE'RE ACTUALLY ABOUT TO LEAVE...HIS AUNT IS HAVING A MEDICAL PROCEDURE.
ACTUALLY, IT'S QUITE MINOR, AND SHE'S IN EXCELLENT HANDS WITH DR. WIRTHAM. PLEASE STAY, FLASH.
YOU SURE?
ABSOLUTELY. WE HAVE...A GREAT DEAL TO TALK ABOUT.

Parker Industries.
PIER 64 ALONG THE HUDSON.
THAT SHOULD DO IT, MRS. JAMESON. THE CYBERNETICS HAVE REPLACED THE DAMAGED PORTIONS OF YOUR LEG, AND THEY SEEM TO HAVE CONNECTED NICELY WITH YOUR NERVOUS SYSTEM.
IT'S NANOTECH. MICROSCOPIC. THERE SHOULD BE NO DISCOMFORT WHATSOEVER. YOUR NEPHEW REALLY IS A GENIUS.
WHY, THAT BARELY TOOK FIVE MINUTES. YOU DIDN'T MAKE AN INCISION...OR EVEN USE ANESTHESIA!
AN *ABSENT* GENIUS. HE DID TEXT TO MAKE SURE IT WENT WELL, BUT AFTER HOW ATTENTIVE HE'S BEEN TO YOU LATELY, DEAR...
...WELL, I'D HATE TO THINK HE'S BACKSLIDING TO HIS OLD THOUGHTLESS WAYS.
HUSH UP, JAY. PETER HAS THIS ENTIRE COMPANY TO RUN. AND WE'RE MEETING HIS NEW GIRLFRIEND IN JUST A COUPLE HOURS. I'M QUITE HAPPY WITH HOW HE'S BEEN DOING.
THAT'S NOT ALL YOU SHOULD BE HAPPY ABOUT.
OH...?
OH! MY CANE...
YOU WALKED ON YOUR OWN. NO LIMP, NO PAIN.
NOW I *AM* A LITTLE UPSET PETER WASN'T HERE. THIS IS TRULY A MIRACLE.
IT'S THIS WORKAHOLIC MENTALITY NOWADAYS. MY SON DIDN'T MAKE IT EITHER. I REALIZE HE'S THE MAYOR...
...BUT I'D LOVE TO KNOW WHAT HE CONSIDERS MORE IMPORTANT THAN FAMILY.

Alchemax Corporate Headquarters.
ALCHEMAX
MISS ALLAN, I CAN'T STRESS ENOUGH HOW CRUCIAL IT IS THAT NO ONE OUTSIDE THIS ROOM KNOW WHAT WE'RE WORKING ON.
PLEASE, MR. MAYOR. I REALIZE ALCHEMAX IS A NEW ENTITY, BUT I'VE BEEN RUNNING *ALLAN CHEMICAL* FOR YEARS. THIS ISN'T MY FIRST RODEO.
MR. BANKS HAS PERSONALLY SEEN TO IT THAT OUR PROTECTION AGAINST ESPIONAGE-- CORPORATE AND OTHERWISE-- IS THE MOST ADVANCED IN THE WORLD.
I SHOULD HOPE SO. BECAUSE OUR OPPOSITION HAS EYES *EVERYWHERE.* BUT VERY WELL, LET'S CUT TO THE CHASE.
TEK
THESE ARE SCHEMATICS FOR THE CITY'S ANTI-SPIDER PATROL ARMOR. AND THEY ARE *INADEQUATE.*
I WANT IMPROVEMENTS. *UPGRADES.*
PATROLS WON'T CUT IT ANYMORE. WE NEED CITY-SANCTIONED *SPIDER-SLAYERS.*
WITH THE DEATH OF BOTH GENERATIONS OF SPIDER-SLAYER CREATORS, AND THE SEIZURE OF THEIR EQUIPMENT BY AUTHORITIES...
...ALL THEIR RESEARCH IS AVAILABLE TO ME. AND, THEREFORE, *YOU.*

MAYOR JAMESON... THE SPIDER-SLAYER *MURDERED YOUR WIFE.* DO YOU REALLY WANT--
WHAT I *WANT* IS FOR THAT MONSTER'S WORK TO BE USED IN THE CAUSE OF *JUSTICE!*
LISTEN TO ME. I...*KNOW THINGS* ABOUT SPIDER-MAN. HE'S NOT WHAT HE APPEARS TO BE...THE HERO HE WANTS THE PUBLIC TO THINK HE IS.
WE NEED TO BE PREPARED. AND IF YOU DON'T WANT THE CONTRACT, MS. ALLAN, I'LL FIND SOMEONE WHO DOES.
THAT WON'T BE NECESSARY. IF YOU'RE OKAY WITH IT, SO AM I. IN FACT, I'LL PUT MY BEST PEOPLE ON IT. MR. BANKS, BUZZ THEM IN.
MAYOR JAMESON, THIS IS OUR TOP RESEARCHER, *TIBERIUS STONE*--WHOSE STELLAR WORK AT *HORIZON LABS* YOU MAY BE FAMILIAR WITH...
...AND HIS ASSISTANT, *MICHAEL O'MARA.*
STONE. NO OFFENSE TO YOUR ASSISTANT, BUT GIVEN THIS PROJECT'S IMPORTANCE, IT MIGHT BE BEST TO STICK TO *SENIOR* PERSONNEL.
OH, DON'T UNDERESTIMATE MIKE. HE MAY BE YOUNG, BUT HE'S A VISIONARY.
REALLY *AHEAD OF HIS TIME.*
I'M NOT ABOUT TO ARGUE WITH THAT.
BECAUSE IT'S TRUE! "MICHAEL O'MARA" IS REALLY MIGUEL O'HARA-- ALIAS THE SPIDER-MAN OF 2099! -STUCK-IN-THE-'90'S STEVE

Tribeca.
HERE YOU GO, EVERYBODY...
...WHEATCAKES!
WHAT AN... *INTERESTING* CHOICE, DEAR.
I FOUND THE RECIPE STUCK TO PETE'S FRIDGE, SO I FIGURE HE MUST LIKE IT...AND I'M DYING TO SEE WHAT HE THINKS OF MY IMPROVEMENTS.
"IMPROVEMENTS?"
CINNAMON, VANILLA BEAN, JUST A TOUCH OF CARDAMOM...
OH. OH MY GOODNESS, THIS IS *AMAZING...*
...
...UH, FOR A FIRST TIME USING THE RECIPE. CLEARLY ANNA MARIA WORKED *VERY HARD* PREPARING ALL THIS.
YES, OF COURSE SHE DID. AND WE *DO* APPRECIATE IT.
I'M JUST GONNA GO OUT ON A LIMB HERE-- PETER DIDN'T MENTION I'M A LITTLE PERSON.
IT DOESN'T OCCUR TO HIM. WHICH I ADORE. BUT IF YOU HAVE ANY QUESTIONS, PLEASE FEEL FREE TO ASK.
I *WAS* WONDERING ABOUT...WELL... *CHILDREN.*
AUNT MAY!
SHE BROUGHT IT UP. I WAS ONLY CURIOUS, IF SHE HAD CHILDREN WOULD THEY BE--
LIKE THEIR *MOTHER?*

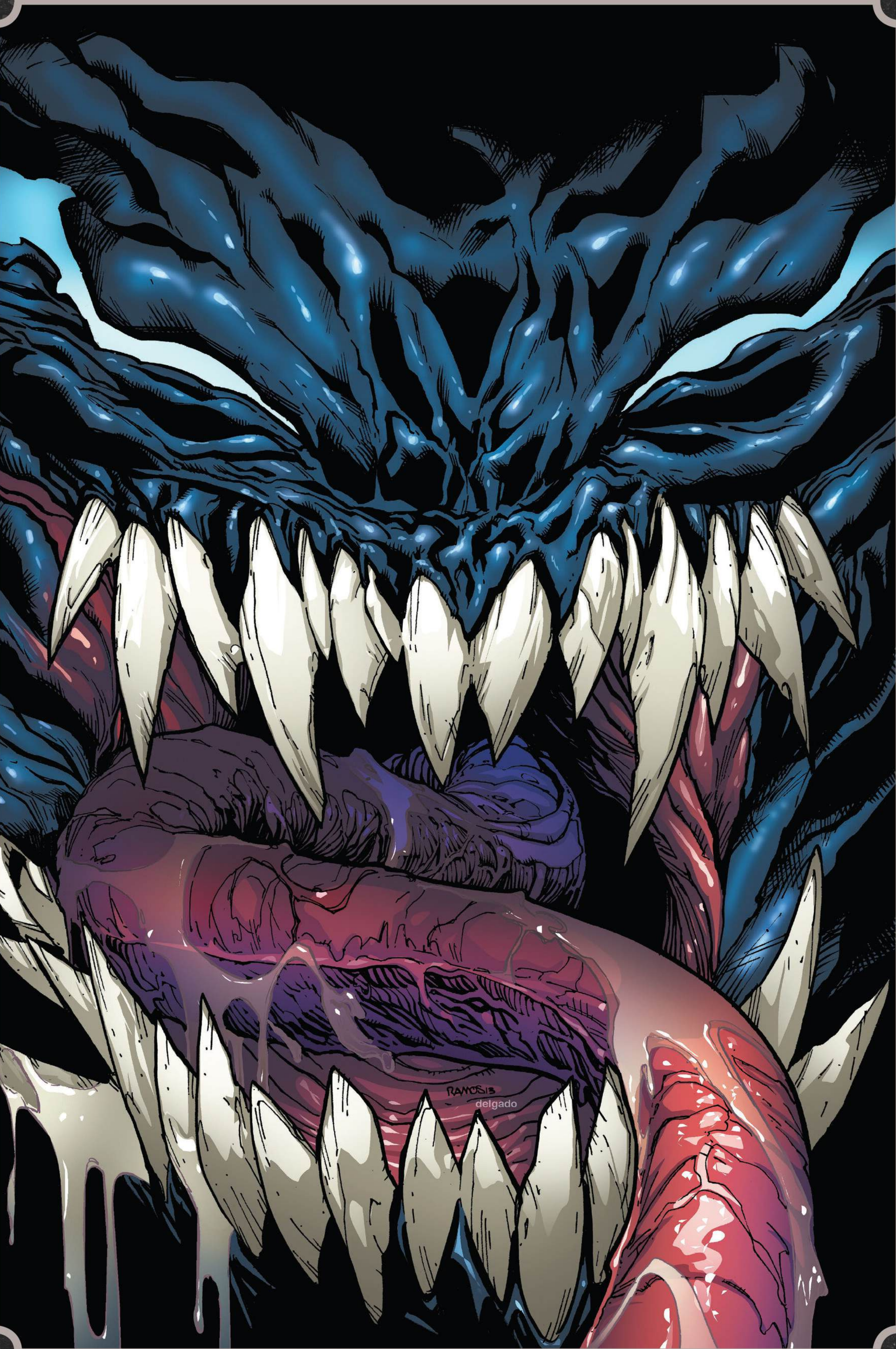
I'M *NOT* PREJUDICED. BUT YOU CAN'T BLAME AN OLD WOMAN FOR WORRYING ABOUT HER GRANDCHILDREN--
MAY!
"*WORRYING*" ONLY IN THE SENSE THAT I'M SURE THERE ARE... *CHALLENGES!*
PETER, IT'S OKAY.
I SHOULD GO--
NO!!
UH... THAT IS TO SAY...I HAVE SOMETHING VERY IMPORTANT TO DISCUSS WITH YOU, FLASH.
CALM DOWN. IT'S ALL--
IT'S REALLY A HAPPY ACCIDENT YOU DROPPED BY. AFTER AUNT MAY'S PROCEDURE WENT SO WELL, I FEEL I CAN ACCELERATE THE TIMETABLE FOR PHASE TWO...
...FULL ARTIFICIAL LIMBS.
OH, UH...PETE, I DON'T KNOW WHAT TO SAY. THAT'S REALLY TOUCHING. BUT I'VE GOT A LOT OF STUFF I NEED TO GET BACK TO IN PHILLY--
FLASH, BUDDY, I CAN HAVE YOU WALKING BY THE END OF THE DAY.
TO BE HONEST, THIS IS A REALLY BAD TIME.
FLASH, IF THIS WORKS, I CAN IMMEDIATELY BEGIN HELPING OTHER AMPUTEES.
VETERANS WHO'D GIVE *ANYTHING* TO PICK UP THEIR CHILDREN...DANCE WITH THEIR LOVED ONES...GO BACK TO OLD JOBS.
IF YOU WON'T DO IT FOR YOURSELF...
WILL YOU DO IT FOR THEM?

Parker Industries.
ONE HOUR LATER.
READY, FLASH?
AS I'LL EVER BE.
I NOTICE YOU'VE ADDED TO THE EQUIPMENT. WHAT EXACTLY--
JUST SOME NIPS AND TUCKS. LAST-MINUTE IMPROVEMENTS. I'LL WALK YOU THROUGH IT WHEN WE'RE DONE.
START FIRING UP THE MACHINES, DOCTOR. I'LL ONLY BE A MOMENT.
I JUST THOUGHT OF SOMETHING. I HAVE SOME... IMPLANTS. ANY CHANCE THAT COULD BE A PROBLEM?
YOU MEAN METAL PLATES, PINS, THAT SORT OF THING? NO. NO PROBLEM AT ALL.
GREAT.
THERE'S NOTHING TO BE AFRAID OF. THINK OF THE PEOPLE YOU'RE HELPING.
BELIEVE ME, THAT'S *ALL* I'M THINKING OF.
PETER? WHERE ARE YOU GOING?
NOT TO WORRY, WIRTHAM. I'M CALLING IN A SPECIALIST FOR A LAST MINUTE CONSULTATION. HE SHOULD BE HERE...

"...ANY MINUTE NOW."
SPIDER-MAN? *YOU'RE* PETER'S "SPECIALIST?"
I'VE ACTUALLY USED THIS EQUIPMENT IN THE FIELD. I'M FAMILIAR WITH ITS QUIRKS.
WELL, I *HAVE* SEEN YOUR MEDICAL SKILL FIRST-HAND. BUT THAT WAS IN MY... *"OFF-THE-BOOKS"* CLINIC.
IN THIS CASE, EXCESSIVE USE OF ***MASKED VIGILANTES*** COULD HURT OUR CHANCES OF F.D.A. APPROVAL.
CALM YOURSELF, DOCTOR. I'LL LEAVE ALL THE ACTUAL MEDICINE TO YOU.
THIS IS ONLY A DIAGNOSTIC. TO SEARCH CORPORAL THOMPSON'S BODY FOR ANY... ***ANOMALIES.***
REALLY JUST A MORE SOPHISTICATED FORM OF THE COMMON ULTRASOUND.
I SEE. WELL, GO AHEAD, THEN.
GNNAAAAAGHH!
"I CAN'T IMAGINE *SONIC IMAGING* CAUSING ANY PROBLEMS."
VREEEEE
HEY, WHAT'S--

SKREEEEEEE!
IT WORKED! THE SYMBIOTE'S BEEN EXTRACTED AND CONTAINED!
WHAT IN HEAVEN'S NAME JUST HAPPENED?
W-WHAT...THE HELL...DID YOU *DO?*
SAVED YOU.
I REMOVED A DEADLY ALIEN SYMBIOTE FROM YOUR BODY...AND GAVE YOU THE GIFT OF MOBILITY.
OR HADN'T YOU NOTICED YOU'RE *STANDING?*
THAT THING'S ALIVE? HOSTILE?
WE'RE SAFE. I BASED THE CONTAINMENT UNIT'S DESIGN ON ONE *REED RICHARDS* USED TO HOLD IT BEFORE.
YOU TALKED TO PETE? SET THIS WHOLE THING UP?
OF COURSE. I'M SORRY FOR THE DECEPTION, BUT WHATEVER YOU KNEW, THE SYMBIOTE WOULD HAVE KNOWN.
THOOM THOOM

YOU DON'T UNDERSTAND! I HAD THE SYMBIOTE UNDER CONTROL! BUT NOW IT'S IN PAIN, SCARED, ISOLATED...
AND A HELL OF A LOT STRONGER THAN YOU REMEMBER!
THOOM THOOM THOOM
KSSHHH
GMPPH!
OH, GOD.
WHAT IS IT?
WE... ...ARE... ...THE SUPERIOR VENOM!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SUPERIOR *Spider-Man #24* “DARKEST HOURS PART 3: DARK EMBRACE”

Parker Industries Med-Lab.
SSSUPERIORRR...
STAY BACK, WIRTHAM. SPIDER-MAN CAN'T CONTROL THE SYMBIOTE LIKE I CAN.
IT'S IN PAIN... SCARED AND CONFUSED. MAYBE IF I OFFER IT A SAFE PLACE TO GO...

OLD HOST... BAD. TASTES... WRONG.
WAN'T TO GO HOME.
THAT'S IT. COME TO FLASH.
BACK WHERE YOU BELONG.
I THINK NOT!
WHRAMM
GUHH--!
YOUR PLEBEIAN BRAIN CAN'T HOPE TO COMMAND A CREATURE LIKE THIS.
BUT WITH MY MIND BRINGING IT TO HEEL...THERE IS NO LIMIT TO WHAT I CAN DO.
I CAN TELL YOU'RE NOT THINKING CLEARLY. BUT I CAN ALSO SEE YOU'RE DANGEROUS.
EITHER TAKE MY ADVICE AS A DOCTOR, AND RELINQUISH THE SYMBIOTE...OR, AS CARDIAC, I'LL TAKE IT FROM YOU.

VZZATT
HYPOCRITE. THIS FROM A MAN WHO CAN'T CONTROL HIS OWN POWER...
...WITHOUT HIS METAL MESH SKIN.
AGH!
SHRIPP
KH-HKK--
PHYSICIAN, HEAL THYSELF.
YOU'LL REPAIR THAT EVENTUALLY. WHEN YOU DO, REMEMBER...
...A TRUE MONSTER WOULD HAVE GUTTED YOU LIKE A FISH.

WHAT THE HELLO KITTY IS GOING ON IN THERE?
WE'RE NOT SURE, SAJANI, BUT IT SOUNDS BAD. WE WERE JUST DEBATING WHETHER TO OPEN THE DOOR OR--
BRAKOOOM
WHOA.
ONE SIDE, WOMAN.
OH MY GOD. GET ME AN EMERGENCY KIT! THESE MEN NEED IMMEDIATE HELP...
...IF THEY'RE NOT *ALREADY DEAD!*

I'VE NEVER FELT SO ALIVE! THE SHEER POWER OF THIS SYMBIOTE IS INCREDIBLE!
OF COURSE PARKER COULDN'T HANDLE IT. ONLY MY IRON WILL CAN LEASH SUCH A BEING.
THOMPSON WILL CLAIM OTHERWISE...TRY TO TAKE IT BACK. BUT I WON'T LET HIM. I MUST SHOW IT'S IN BETTER HANDS WITH ME.
TEK
I'LL PROVE I'M IN FULL CONTROL. PUBLICLY AND DEFINITIVELY.
Spider-Island.
ATTENTION, SPIDERLINGS! I MUST MAKE MY PRESENCE FELT!
ALERT ME TO ANY CRIMINAL ACTIVITY. NO MATTER HOW MINOR.
"AND PROGRAM THE SPIDER-BOTS TO DO THE SAME."
I WANT IMMEDIATE RESULTS, DO YOU HEAR?
FIND ME SOME CRIME!

Across town.
M-MAYDAY... WE JUST GOT HIT BY *THE GRIZZLY*...
THAT WAS THE LAST GUY. I'M *THE BRUIN.* GET IT RIGHT, I'M TRYING TO BUILD A REP HERE.
HOBGOBLIN? YOU DON'T WASTE ANY TIME.
YES, BRANDING *IS* EVERYTHING.
WELL, YOU DID SELL ME THE SUIT...SO HERE'S YOUR CUT.
CHEER UP. THERE'S MORE WHERE THIS CAME FROM.
AND MORE IDIOTS LIKE YOU, WHO CAN'T TELL *ONE* GOBLIN FROM *ANOTHER.*
THERE ARE ONLY *TWO* KINDS. THE ONE TRUE *GREEN* GOBLIN...
...AND THOSE WHO *SERVE* HIM... WHETHER THEY KNOW IT OR NOT!
HA HAHAHA HA!

Parker Industries.
I'VE MANAGED TO SEAL THE WOUND...FOR NOW. BUT WE'LL NEED MORE OF YOUR SPECIAL MESH.
LATER. I HAVE TO GO AFTER THAT CREATURE...
WHOA THERE, COWBOY. YOU'RE NOT EVEN IN SHAPE TO WALK. BUT YOU'RE STILL BETTER OFF THAN CORPORAL THOMPSON.
XENOBIOLOGY'S MY FIELD. I'M GONNA TAKE A WILD GUESS: YOU'VE BEEN USING *CHEMICALS* TO HELP CONTROL THE SYMBIOTE?
YEAH. AND THE LONGER IT GOES WITHOUT 'EM, THE HARDER IT'LL BE TO--
LISTEN. THOSE DRUGS--AND THE SYMBIOTE--CHANGED YOUR BIOLOGY. YOUR BODY *NEEDS* THAT CREATURE IN YOU TO *SURVIVE.*
IF WE DON'T GET IT BACK INSIDE YOU SOON...YOU *WILL* DIE!
WHAT?! HOW LONG ARE WE TALKING, DOC? WEEKS? DAYS?
HOURS, CORPORAL. AT BEST.
GOOD LORD. WE HAVE TO TRACK IT!
EASIER SAID THAN DONE. THE SYMBIOTE CAN CAMOUFLAGE ITSELF... LOOK LIKE ANYTHING. AND SPIDEY'S TELLING IT WHAT TO DO.
NO ONE WILL EVER SEE HIM... UNLESS HE *WANTS* TO BE SEEN.

SPIDER-BOT #472: MUGGING IN PROGRESS. ALPHABET CITY.
YOU FANCY YOURSELF A PREDATOR? SEE HOW *YOU* LIKE BEING THE PREY!
SPIDER-BOT #211: PURSE SNATCHER ACTIVE, GREENWICH VILLAGE.
THIS CITY HAS A PROTECTOR... A *LETHAL* PROTECTOR.
Exit
SPIDER-BOT #845: TEXTING WHILE DRIVING.
ASK YOURSELF: WAS THAT TEXT WORTH YOUR LIFE?
OH, MY GOD!!
INCOMING CALL FROM SAJANI JAFFREY.
SAJANI, I'M BUSY. OFF-SITE.
YOUR FRIEND'S HURT, BAD--
YOU CAN HANDLE IT. I HAVE ANOTHER CALL COMING IN.
TEK
SPEAK!
P-PETER...
ANNA MARIA? ARE YOU CRYING?
I KNOW YOU'RE BUSY--
THERE IS *NOTHING* MORE IMPORTANT TO ME THAN YOU. I'LL BE *RIGHT THERE.*
WHATEVER'S WRONG... *I WILL FIX IT.*

Roderick Kingsley's safe house.
YOU HAVE GOT TO BE KIDDING!
LOOK AT THE STATE OF MY FRANCHISES! MYSTERION, MISSING. THE URICH KID, EXPOSED AND IN THE WIND. BLUE STREAK, BUSTED.
SEE SUPERIOR SPIDER-MAN TEAM-UP #5, SUPERIOR SPIDER-MAN #16, AND MIGHTY AVENGERS #1! - SYNERGIZIN' STEVE.
AND NOW YOU THREE IDIOTS GAVE MY CUT OF YOUR PROFITS TO SOME RANDOM GUY?
HE LOOKED JUST LIKE YOU, BOSS. I MEAN, THE OUTFIT.
BLAZE IS RIGHT. WHO ELSE BUT YOU KNOWS I'M IN NEW YORK FOR A DELIVERY?
SHUT UP, DEVIL-SPIDER. I MADE YOU... AND IF I DON'T GET MY MONEY, I'LL SHUT YOU DOWN.
WHERE ARE WE SUPPOSED TO GET THAT KINDA SCRATCH?
THAT'S YOUR PROBLEM. FIGURE IT OUT...AND FAST.

Anna Maria's Apartment.
STAIR
ANNA MARIA!
WHAT'S WRONG? IF SOMEONE'S HURT YOU, I'LL--
SNIFF--NO. I'M WORRIED I HURT *YOU*...YOUR RELATIONSHIP WITH YOUR AUNT MAY.
IT'S PERFECTLY NATURAL. SHE DIDN'T KNOW I WAS A LITTLE PERSON. SHE WASN'T MEAN, JUST SURPRISED.
I THOUGHT I WAS WAY PAST IT GETTING TO ME. BUT SEEING THAT LOOK FROM THE "*MOM*" OF THE GUY I CARE ABOUT SO MUCH...
AND OBVIOUSLY IT SHOWED ON IN MY FACE, WHICH IS WHY YOU WENT BALLISTIC. BUT PETER, IT'S NOT HER FAULT. IT'S MINE. DON'T BE MAD AT HER.
THE FAULT WAS MINE. I SHOULD HAVE SPOKEN TO AUNT MAY...AND I'M GOING TO RECTIFY THAT BY DOING SO NOW.
DON'T WORRY, MY DEAR. SHE WILL *NOT* BE A PROBLEM...

The Goblin Underground.
YOU THREW AWAY THE MONEY?
IT WAS CUMBERSOME. AND UNIMPORTANT. THE MESSAGE IS WHAT MATTERS.
REALLY, URICH. I CAN'T UNDERSTAND HOW KINGSLEY TERRIFIED YOU SO. HE JUST DOESN'T HAVE THE RIGHT STUFF IN THE GOBLIN DEPARTMENT.
HE'S GOING TO FIND OUT QUITE PAINFULLY HOW THE REAL GOBLIN DEALS WITH PRETENDERS.
ANY PROGRESS, MENACE? HAS DEAR CARLIE TURNED CHATTY?
NO. SHE'S STUBBORN.
NOT TELLING YOU ANYTHING...
WELL, YOU TRIED IT YOUR WAY.
NOW WE'LL DO IT MINE.

YOU'RE GOING TO KILL HER? SHE *IS* MY SISTER.
WHA-- WHAT IS THAT?
I DON'T SEE THE RESEMBLANCE...
...BUT *THIS* SHOULD FIX THAT PROBLEM NICELY.
GOBLIN FORMULA.
LILY, DON'T LET HIM DO THIS! *PLEASE!*
SSFFT
HKK-KOFF
I'M JUST WELCOMING YOU TO THE FAMILY. ONE WHERE WE DON'T KEEP SECRETS...
...ESPECIALLY ABOUT *SPIDER-MAN.*
HAHA HAHAHA HA!
HGGKK

Central Park West.
CARLIE, IT'S MJ. I'M HOPING--PRAYING--YOU GET THIS. I HEARD YOUR MESSAGE...ABOUT STAYING AWAY FROM PETER.
I NEED TO KNOW *WHY*. I WANT TO HELP, BUT I DON'T KNOW WHO I CAN TRUST.
THIS WOMAN, *CAPTAIN WATANABE*, SAYS SHE'S A FRIEND OF YOURS, BUT I GET A WEIRD VIBE...LIKE SHE'S HIDING SOMETHING.
I'LL DO WHAT YOU ASKED--I'M GOING TO WARN MAY AND JAY NOW. BUT I *REALLY* NEED TO TALK TO YOU. CALL ME...
AND BE SAFE.
MARY JANE WATSON TO SEE MAY AND JAY JAMESON.
I'LL LET THEM KNOW YOU'RE HERE.
IT'S BEEN FAR TOO LONG SINCE WE SAW MARY JANE. WHAT A NICE--
NOK NOK
--SURPRISE...

PETER? THE DOORMAN DIDN'T TELL US YOU--
I GAVE YOU YOUR LEG BACK. AND YOU REPAY ME BY HUMILIATING MY WOMAN?
HOW DARE YOU DO THAT TO ME?
NOW HOLD ON! I WILL NOT LET YOU SPEAK TO YOUR AUNT THAT WAY!
NO, HE'S RIGHT. I HURT THAT POOR GIRL WITH QUESTIONS I HAD NO RIGHT TO ASK.
BECAUSE YOU DON'T TELL ME ANYTHING ANYMORE, PETER! YOU LIED WHEN YOU SAID YOU'D QUIT WORKING FOR SPIDER-MAN!
I SAW WHAT HE DID TO THAT MAN WHO KIDNAPPED ME!
HE'S A MONSTER! I FORBID YOU TO HAVE ANYTHING TO DO WITH HIM!
SEE SSM ANNUAL #1 ON SALE NOW! -SW
WHAT?
YOU...
..."FORBID"...
...ME...?
PETER!

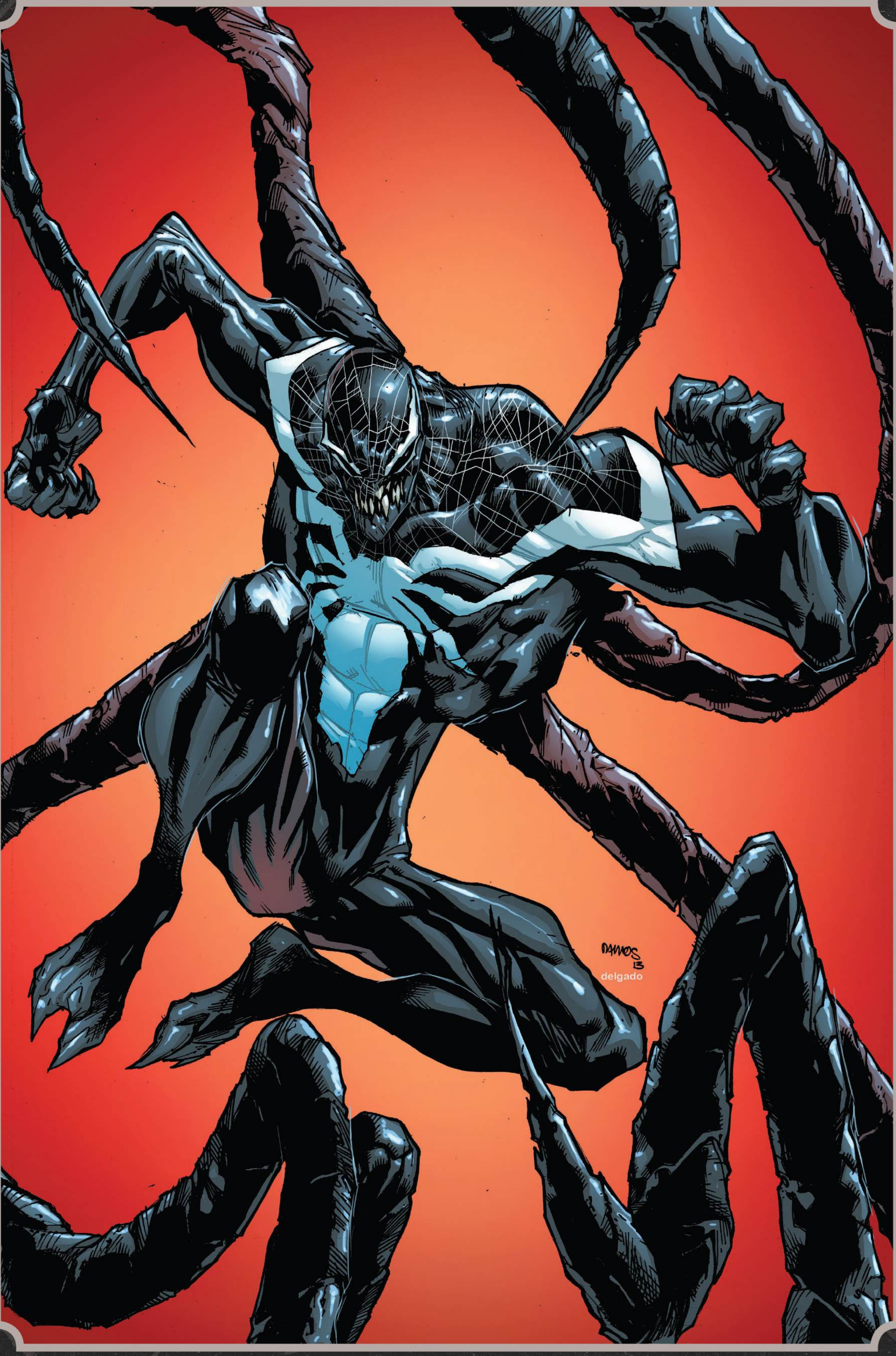
WE NEED TO TALK. PRIVATE STUFF.
COME OUT ON THE BALCONY WITH ME. NOW.
MARY JANE? WHAT IS THE MEANING OF--?
NO! YOU DON'T DEMAND ANSWERS FROM ME. I DEMAND ANSWERS FROM YOU.
WHAT IS GOING ON WITH YOU LATELY? YOU'RE ACTING LIKE A COMPLETELY DIFFERENT PERSON! AND WHAT DO YOU KNOW ABOUT CARLIE--
ONE MOMENT.
TEK
BOSS, WE GOT A HEIST IN THE DIAMOND DISTRICT.
MARY JANE, THERE'S AN EMERGENCY. GO MAKE THE PROPER EXCUSES.
THIS IS WHAT I'M TALKING ABOUT! YOU ACT LIKE THE WHOLE WORLD'S HERE TO SERVE YOU! YOU CAN'T TREAT PEOPLE LIKE THAT!
ON THE CONTRARY...
...I CAN DO ANYTHING.
OH MY GOD.

NO! NOT AGAIN!!
TELL THE OTHERS THAT SPIDER-MAN SUMMONED ME. OR TELL THEM NOTHING, AND I WILL DEAL WITH IT LATER.
BUT DO NOT CROSS ME, WOMAN.
OR THERE WILL BE CONSEQUENCES.

AAIEEE!
POLICE! NOBODY MOVE!
MARY JANE!
STAY BEHIND ME.
WHERE'S PETER?
PARKER WAS HERE? WHERE'D HE GO?
I...I...
S-SPIDER-MAN CAME AND GOT HIM.
YOU SCREAMED LIKE THAT BECAUSE OF SPIDER-MAN? WHY?
I WAS... STARTLED.
THAT'S IT. YOU KNOW MORE THAN YOU'RE TELLING. YOU'RE COMING DOWN TO THE STATION--NOW.
WAIT! WHAT ABOUT PETER? WHAT'S HAPPENING?
HAS THE WHOLE WORLD GONE INSANE?

The Diamond District.
HA! THIS IS *AWESOME!*
DAMN RIGHT. NOBODY CAN STAND UP TO ALL THREE OF US. AND AS FOR OUR REP...THIS IS GONNA MAKE ONE *HELL* OF AN INTERNET VIDEO.
YOU AMERICANS AND YOUR OBSESSION WITH FAME. I PREFER TO TAKE MY SHARE OF THE DIAMONDS, RETURN TO SOUTH AMERICA, AND NEVER BE SEEN AGAIN.
YOU WISH TO DISAPPEAR, EH?
KRRRMPP
I CAN ARRANGE THAT.

The 18th Precinct.
I GET ONE PHONE CALL, RIGHT?
POLICE
YOU'RE NOT UNDER ARREST...YET. BUT IF YOU WANT TO PLACE A CALL, GO AHEAD.
MAKE IT A *GOOD* ONE.
I PLAN TO.
HELLO? ANYONE THERE? PLEASE!
TEK
HOW DID YOU GET THIS NUMBER?
I'M A FRIEND OF SPIDER-MAN'S. HE GAVE IT TO ME FOR EMERGENCIES AND--YOU HAVE TO HELP HIM!
HE'S BEEN TAKEN OVER BY THE VENOM SYMBIOTE!
BOZHE MOI!
DON'T WORRY, MA'AM. JUST TELL US WHERE YOU SAW HIM LAST...
...AND LEAVE THIS TO
THE AVENGERS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SUPERIOR *Spider-Man #25* “DARKEST HOURS PART 4: BEFORE THE DAWN”

The Diamond District.
ROBBERY IN PROGRESS.
KRNNCHH
UNHH!
OH, MY GOD, BRUIN!
SPIDER-MAN'S NOT THAT STRONG! WHO ARE YOU?
WE ARE... I AM...THE SUPERIOR VENOM. AND YOU, BLAZE, ARE THE ONLY TRUE THREAT IN THIS COLLECTION OF IDIOTS.
THOUGH A MINOR ONE...
MY FUEL!
SLIKT

...AND SOON TO BE NONEXISTENT.
OH NO...
RELEASE HIM.
WHO--?
FIGHT THE CREATURE THAT POSSESSES THEE, MY FRIEND. WE SHALL DO ALL IN OUR POWER TO SECURE THY FREEDOM.
PLEASE, SPIDER-MAN, STAND DOWN. WE DON'T WANT TO HURT YOU.
THE AVENGERS.
AHKK--
AH, BUT MY DEAR SPIDER-WOMAN...I SO WANT TO HURT YOU.
AND I CAN NO LONGER THINK OF A REASON NOT TO.

Safe house of Roderick Kingsley, the original Hobgoblin.
B-BOSS... BRUIN AND DEVIL-SPIDER ARE DOWN. MY FLAME GUN'S TOTALED. I NEED A DOCTOR...
SO CALL AN AMBULANCE. I'VE GOT BIGGER PROBLEMS.
I JUST LOST *THREE MORE* FRANCHISES. AND I WON'T STAND FOR THAT KIND OF HIT TO MY REP...*OR* MY PROFITS.
STEEPLEJACK. TUMBLER. RINGER. COME IN.
HERE.
STEEPLEJACK.
YEAH, KINGSLEY?
TUMBLER.
WHAT DO YOU NEED NOW?
RINGER.
ALL OF YOU. GO OUT AND EARN YOUR KEEP. *NOW.*
AND REMEMBER, THERE'S AN *IMPOSTOR* OUT THERE. YOU TURN OVER MY CUT TO ME ONLY, UNDERSTAND? NOT THE MASK, *THIS FACE.*
UH, NO DISRESPECT, BOSS, BUT WE'VE BEEN LISTENING IN.
I MEAN, THERE'S THAT CRAZY JACKED-UP SPIDER-MAN OUT THERE. AND NOW THE *AVENGERS* TOO? C'MON.
EXACTLY. WHICH MAKES THIS THE *PERFECT* TIME TO PULL A JOB. BECAUSE ANYONE CAN SEE...

"...THEY'LL BE KEEPING EACH OTHER BUSY FOR A WHILE."
I HAVE HAD ENOUGH!
I'VE DONE MORE FOR THIS CITY THAN YOU EVER DID! AND YOU QUESTION ME? PERSECUTE ME? NEVER AGAIN!
THE WARRIOR MADNESS AFFLICTS HIM. I MUST END THIS.
THOR, NO! HE CAN SENSE YOUR ATTACK!
KRAKATOOOM!
YESSS! AND USE IT AGAINST YOU!

SENSE IT, HE MAY. STOP IT?
NEVER!
OAF. MY POWER GROWS WITH EACH PASSING MOMENT. I AM NOT YOUR EQUAL...
...I AM YOUR BETTER!
THRAKADOOOM
KZAT
GAHH! BACKSTABBERS! BUT I HAVE ALLIES OF MY OWN!
SSSPIDER-ISLAND, DO YOU COPY?! FULL SSSTRIKE! EVERY SSSPIDERLING, EVERY ARACHNAUT TO ME!
WE GO TO WAR WITH THE AVENGERSSS!

Spider-Island.
COPY THAT, BOSS. WE'RE ON OUR WAY!
HEY, BENNY, YOU SURE WE SHOULD BE DOING THIS? I MEAN, THE AVENGERS ARE THE GOOD GUYS, RIGHT?
YEAH. WHICH MEANS THEY'RE NOT *GONNA* KILL US.
BETWEEN YOU AND ME, IF WE DON'T OBEY ORDERS...
...I AIN'T SO SURE ABOUT THE BOSS.
GOBLIN KNIGHT TO *GREEN GOBLIN.* I GOT FOOTAGE OF THEIR CRISIS RESPONSE PROCEDURES, LAYOUT... ALL WE NEED.
I ALREADY SEE WEAK POINTS WE CAN EXPLOIT.
WELL DONE. THAT SHOULD BE ENOUGH FOR NOW. PROCEED TO YOUR NEXT TASK.
ON MY WAY. EVERYTHING GOOD OVER THERE?
COULDN'T BE BETTER. MENACE IS TREATING THE FORMER CARLIE COOPER TO A FULL-FLEDGED **GOBLIN MAKEOVER.** *AND THEY ARE HAVING...*

The Goblin Underground.
SO. MUCH! *FUN!*
THIS IS JUST LIKE WHEN WE WERE LITTLE GIRLS PLAYING DRESS-UP!
NO. THAT WAS SOMEONE ELSE. A REPRESSED *DRONE* WHO WORKED HERSELF HALF TO DEATH IN A FORENSICS LAB, MAKING SURE THE MONSTERS GOT LOCKED UP.
IGNORING THE FACT THAT WE'RE *ALL* MONSTERS.
WHY, MY DEAR, I BELIEVE YOU'VE JUST RECHRISTENED YOURSELF. LET ME BE THE FIRST TO SAY GOODBYE TO CARLIE COOPER, AND WELCOME TO OUR LITTLE CLAN...
MONSTER!
OOH. MENACE AND MONSTER. I LIKE. WHAT DO YOU THINK, SWEETIE?
LILY, I-I-I *LOVE* IT! *HA HA HA!* WE'RE A *SISTER ACT!*

TRUE! NOW, FAMILIES DON'T KEEP SECRETS. SO LET'S CUT TO THE BIG REVEAL. THE SPIDER'S *REAL* NAME.
WHO IS HE?
IF I *DID* KNOW SOMETHING LIKE THAT, I WOULDN'T SHARE IT WITH JUST ANY OLD GOBLIN.
QUID PRO QUO. WHO ARE *YOU?*
HEH. DON'T LET THE THEATRICS FOOL YOU. IT'S ME...
NORMAN OSBORN.
EASY TO SAY. PROVE IT. TAKE OFF YOUR MASK.
AREN'T WE FORWARD!
I'D BE A *FOOL* TO UNMASK FOR SOMEONE WHO HASN'T *PROVED* SHE'S TRADED HER NYPD BADGE FOR A SPOT ON TEAM GOBLIN.
MENACE...ARRANGE A *COMING OUT PARTY* FOR OUR DEAR PRINCESS.
YES, M'LORD.
MAKE SURE SHE PAINTS THE TOWN *RED.*

THIS IS *INSANITY!*
CAPTAIN AMERICA TO ALL AVAILABLE AVENGERS. WE NEED BACKUP. IF YOU CAN HEAR ME...
...AVENGERS ASSEMBLE!
CAP, IT'S IRON MAN. I'M EN ROUTE.
NO!
CHANGE COURSE. DO NOT ENGAGE.
YOU ASKED FOR BACKUP. AND I CAN SEE WHY. FROM THE BROADCASTS I PICKED UP, IT LOOKS LIKE SPIDER-MAN'S BEEN TAKEN OVER BY THE VENOM SYMBIOTE.

EXACTLY. WHICH MEANS THERE'S ANOTHER AVENGER IN TROUBLE-- *CORPORAL EUGENE THOMPSON.*
OKAY...I KNOW THERE'S A LOT OF US NOW, BUT I'VE NEVER HEARD OF HIM.
I WORKED WITH HIM ON A FEW COVERT MISSIONS. HE WAS *AGENT VENOM* AND IN CONTROL OF THE SYMBIOTE. IF THEY'VE BEEN SEPARATED...
...FINDING OUT HOW AND WHY COULD BE THE KEY TO WINNING THIS FIGHT. AND HE ALSO MIGHT NEED *HELP.*
I'M ON IT, CAP. THERE WAS A 911 CALL NOT LONG AGO. VICTIM'S NAME, EUGENE THOMPSON. LOCATION...

"...PARKER INDUSTRIES."
THOMPSON'S VITALS ARE DROPPING! WE NEED TO GET HIM TO A HOSPITAL!
YOU HEARD THE E.M.T.S, DR. WIRTHAM. THEY CAN'T HELP HIM. I'M A TRAINED XENOBIOLOGIST, AND I HAVE EQUIPMENT THEY DON'T...
...BUT I'M JUST BUYING TIME. WITHOUT HIS SYMBIOTE, HE'S GOING TO DIE.
WE KNOW WHERE IT IS, MS. JAFFREY. IF YOU CAN JUST GET ME CLOSE...
YOU'RE ONLY STABLE BECAUSE OF THESE MACHINES. WITHOUT THEM, YOU WOULDN'T LAST TWO MINUTES... ESPECIALLY IN THAT.
I'LL GO... UNNH!
NO WAY. I'VE SENT FOR MORE OF THE MESH THAT CONTAINS YOUR ENERGY, BUT UNTIL IT GETS HERE, YOU'RE HELD TOGETHER WITH CHEWING GUM.
MAYBE I CAN HELP.
I HAVE A KNACK FOR MAKING THE BEST OF THE MATERIALS AT HAND.

LISTEN UP, AVENGER. THIS MAN'S UNDER MY CARE--
IT'S ALL RIGHT, SAJANI. MR. STARK'S KNOWN I'M CARDIAC SINCE THE SUPERHUMAN CIVIL WAR. WE HAVE AN... UNDERSTANDING.
FOR NOW, YES. AND I SUSPECT NEITHER ONE OF US IS THRILLED WITH IT, BUT I'M ALSO NOT AWARE OF ANY REASON TO BREAK IT.
CAPTAIN AMERICA'S BRIEFED ME ON YOUR SITUATION AS WELL, CORPORAL THOMPSON.
GREAT. I MEAN, NO OFFENSE, BUT A SECRET IDENTITY'S LIKE TOOTHPASTE. ONCE IT'S OUT, GOOD LUCK GETTING IT BACK IN.
TELL ME ABOUT IT. BUT IN THIS CASE, HAVING EVERYTHING OUT IN THE OPEN CAN ONLY HELP.
DR. WIRTHAM, I CAN SEAL THE TEAR IN THAT TEMPORARY PATCH. THEN I'D APPRECIATE YOUR THOUGHTS ON AN IDEA I HAVE.
BETTER. THANK YOU.
VZZ
IMPRESSIVE EQUIPMENT YOU'VE GOT HERE...SAJANI, WAS IT? YOU'RE WELL STOCKED FOR A STARTUP.
PETER PARKER WORKED AT MY COMPANY FOR A WHILE. SHARP GUY. I WOULDN'T MIND HIS INSIGHT ON THIS, TOO.
SORRY. I ALREADY CALLED HIM...

"...HE'S BUSY."
I'LL CRUSH YOU ALL!
GGH!
KRNCH
HAVE AT THEE!
M'FINE... GETTIN' UP...
EASY, LOGAN. YOU DON'T HAVE YOUR HEALING FACTOR ANYMORE.
SPIDER-MAN'S OUT OF HIS MIND. NOT HOLDING BACK AT ALL.
YOU PEOPLE NEED TO GET OUT OF HERE!
NOT A CHANCE. THIS IS GOLD!

YOU GOTTA BE KIDDING ME! SPIDER-MAN'S BEATING UP ON *CAPTAIN AMERICA?*
SAMY
THE NERVE'A THAT GUY! THE AVENGERS SAVED US FROM THOSE ALIENS. SPIDEY DIDN'T DO *SQUAT!*
OH, HE'S BEEN DOING PLENTY. RUNNING AROUND PUTTING PEOPLE IN THE *HOSPITAL* FOR *JAYWALKING.*
STARK
S'WHAT I'VE BEEN *SAYING.* HE'S GOT ALL THESE *ROBOTS* SPYING ON US. HE'S WORSE THAN THE NSA! WHO ELECTED *HIM* BIG BROTHER?
HE'S RIGHT! ONE PEEPED ON ME IN THE BATH!
THIS IS *OUR* CITY. I SAY WE TAKE IT BACK!
RIGHT ON, LADY! *SQUASH THE SPIDER!*
HEY! OVER HERE!
FEAST YOUR EYES ON *THIS,* PERVERT!
FSSST

Spider-Island Command Center.
I'M LOSING CAMERAS ALL OVER THE CITY! WHO DO THESE MORONS THINK THEY ARE?
I WISH WE HAD MORE THAN A SKELETON CREW. I'M GETTING A DIFFERENT GLITCH... THE ONE WE'VE BEEN FIGHTING ALL ALONG.
"AND WE STILL DON'T KNOW WHAT'S CAUSING IT!"
HAHAHAHAHAHA!
THERE! MORE OF KINGSLEY'S MEN! THE LITTLE BOTTOM-FEEDERS!
YOU'RE UP, SISTER. SHOW THEM HOW WE DEAL...
...WITH THOSE FOOLISH ENOUGH TO WORK THE GOBLIN'S TERRITORY!
WHAT?! BUT WE'RE WORKING FOR THE GOBLIN.
THE WRONG GOBLIN.
RUN! THEY'RE CRAZY!
FLATTERY WON'T HELP YOU, PAL.
COWARDS. THEY'RE DAMES PLAYING GAMES.
I'M A PROFESSIONAL.
POOM POOM

OW!
OOH, YOU LIKE IT *ROUGH*, HUH?
SO DO I!
KKRRNNCHH
AWW, IT'S NOT MOVING. I THINK I BROKE IT.
HA HA! JUST LIKE A *FAKE* GOBLIN TO USE *SUBSTANDARD MATERIALS.*
ALL RIGHT, BABY SISTER! I *KNEW* YOU WERE ONE OF US.
WELCOME TO THE FAMILY. WE'RE GOING TO BE *SO HAPPY*...

YEAH, BOSS, I GOT IT. SEEMS LEGIT. SHE WASN'T HOLDING BACK AT ALL. MAYBE EVEN A LITTLE *OVER-EXUBERANT.* BUT SHE'S NEW, THAT'S TO BE EXPECTED.
I'LL HEAD BACK AS SOON AS I TIE UP LOOSE ENDS.
P-PLEASE...NEED... HOSPITAL...
IT'S YOUR LUCKY DAY, PAL. I CAN HELP WITH THAT.
THERE!
NOW YOU DON'T NEED A HOSPITAL ANYMORE.
SHHNKK
I KNOW THAT SWORD. TRAITOROUS LITTLE--
YOU WATCHING, RODDY? IT'S YOUR OLD WHIPPING BOY, PHIL URICH. I'M IN A ***NEW*** *CREW NOW.*
YOU WANNA TALK SURRENDER TERMS, YOU KNOW HOW TO REACH ME. CIAO!

The Diamond District.
LOOK AROUND. YOUR MEN ARE ALL DOWN. SOME COULD BE BADLY HURT. YOU DON'T WANT TO DO THIS.
I KNOW ABOUT YOUR PHEROMONES, WOMAN.
OKAY, BUT THAT DOESN'T MEAN THEY CAN'T REACH YOU. CALM YOU DOWN... REMIND YOU WE'RE YOUR FRIENDS.
MY... FRIENDS...
...WOULD NOT PLAY ME LIKE A PUPPET!
GUH!
GOT YOU!
ENOUGH. I SHALL RESTRAIN MYSELF NO LONGER!

LOUT. IF YOU ARE A GOD...
...THIS IS YOUR TWILIGHT.
UKK!
SHNGG
FOOLS! NONE OF YOU CAN MATCH ME. NOT PHYSICALLY...
...AND *CERTAINLY* NOT MENTALLY.
EH--?
OH, I DON'T KNOW ABOUT THAT.
I'VE GOT A DEGREE OR SIX.
STARK? BUT IF YOU'RE HERE, WHERE'S--

RIGHT HERE!
KRAKK
GNUHH!
I-IMPOSSIBLE...I SHOULD HAVE--
SENSED ME, RIGHT? BUT YOUR SPIDER-SENSE DOESN'T REACT TO THE SYMBIOTE. AND I SHOULD KNOW...
SHRZZ
...'CAUSE I'VE STILL GOT TRACES OF IT IN ME!
THOMPSON?!

QUICK! WHILE HE'S STUNNED!
IT'S ALL GOOD. YOU WANNA COME BACK TO ME, DON'T YOU? HE CAN'T FORCE YOU TO STAY NOW.
YESSS...
KLANG
NO!
YOU... USED CHEMICALS. CONTROLLED ME. NOW I AM IN CONTROL.
BETTER. FASTER. STRONGER...
SSSUPERIOR!
W-WHAT?

NO!!
YESSSS!
CURSE ME FOR A *FOOL!*
HOW COULD I NOT SEE THE CREATURE WAS INFLUENCING ME...TAKING OVER?
BECAUSE IT DIDN'T *WANT* ME TO. IT AFFECTED MY PERCEPTIONS, MY JUDGMENT, WHILE IT SLOWLY ASSERTED ITS DOMINANCE.
BUT YOU ERRED, CREATURE! I AM *OTTO OCTAVIUS!* AND I AM MORE THAN A MATCH FOR YOU!
AND BY THE STRENGTH OF MY WILL *I SHALL CAST YOU OUT!* I... I... I SHALL...
I...CAN'T...

WAIT. I-
I THINK--
I-I'M DOING IT! I'M GAINING THE UPPER HAND!
NO, DOC. WHAT YOU'RE DOING IS FORCING *MY* HAND.
I'VE BEEN HOLDING BACK. WAITING FOR THE RIGHT CHANCE. BUT I CAN'T DO IT!
I CAN'T LET YOU PULL US EVEN *FURTHER* INTO THE DARKNESS!
I'M--I'M--
I'M PETER PARKER!
I'M BACK!
AND THIS IS JUST THE BEGINNING! BECAUSE I SWEAR TO YOU...I *WILL BE*--
--FREE!

THAT WAS NEARLY TOO LATE. FOR ANYONE ELSE, IT *WOULD* HAVE BEEN. WHO BUT I POSSESSES THE IRON WILL TO THROW OFF SUCH A MONSTER?
C'MERE. IT'S OKAY. YOU WERE CONFUSED.
COME HOME. WE NEED EACH OTHER. WE *BELONG* TOGETHER...
...AS *AGENT VENOM.*
EVERYTHING'S GOING TO BE ALL RIGHT NOW.

GOOD. DOC THINKS HE DID IT ALL THIS ON HIS OWN.
BETTER GO BACK TO KEEPING A LOW PROFILE. CAN'T AFFORD TO HAVE HIM TRY TO ERASE ME AGAIN.
ALTHOUGH IF HE'S MAKING MESSES LIKE *THIS,* I NEED TO FIGURE SOMETHING OUT SOON...
GOOD HEAVENS, LOOK AT THIS CHAOS. HOW WILL I EVER--WAIT.
AS EVER, IN CRISIS THERE IS *OPPORTUNITY.*
MY FRIENDS! HOW CAN I EVER REPAY YOU? AT LAST, AFTER ALL THESE MONTHS, I'M *MYSELF* AGAIN!
MONTHS? IT'S ONLY BEEN A FEW--
AH, BUT IT HASN'T. WHEN WE LAST MET, I WAS INFECTED BY *MICROSCOPIC FRAGMENTS* OF THE *SYMBIOTE.*
YES! EXACTLY!
YOU MEAN THAT TIME--
FLASH IS REFERRING TO VENOM #4! SYMBIOTIC STEVE.
IT HID WITHIN ME, REPLICATING... SLOWLY *TAKING CONTROL.* YOU MAY HAVE OBSERVED ME ACTING...STRANGELY. NOW YOU KNOW WHY.
BUT THANKS TO YOU, MY NIGHTMARE IS OVER. EVERYTHING IS AS IT SHOULD BE.
ALL IS RIGHT WITH THE WORLD.

HERE WE GO. I'M BEING PINGED ON MY SECURE ACCOUNT... THE ONE I USED WITH KINGSLEY.
PUT IT UP ON THE BIG SCREEN.
The Goblin Underground.
OSBORN? IS THAT YOU?
HELLO, RODDY. STILL SPONGING OFF THE WORK OF YOUR BETTERS, I SEE.
YOU'RE ONE TO TALK. I GET IT NOW. YOU'VE BEEN IMPERSONATING ME... RIPPING OFF MY MEN.
CONSIDER IT A GAUNTLET THROWN. A CHALLENGE.
IF YOU WISH TO ACCEPT, NAME THE PLACE. WE'LL SORT IT OUT LIKE MEN. OF COURSE, YOU COULD ALWAYS *WALK AWAY*--
NOT ON YOUR LIFE! I'VE SPENT *TOO LONG* BUILDING MY EMPIRE TO GIVE IT UP TO A RAVING LUNATIC LIKE YOU.
LOVELY! IT'S OFFICIAL, THEN.
LET THE WAR OF THE GOBLINS BEGIN!

Office of NYPD Captain Yuri Watanabe.
NOW YOU LISTEN TO ME, CAPTAIN. YOU HAVE *NO RIGHT* TO HOLD MARY JANE WATSON. ARREST HER, OR RELEASE HER...
...AND IF YOU CHARGE HER, MY NEXT CALL IS TO MY SON, JONAH...THE *MAYOR OF NEW YORK.*
CALM DOWN, MR. JAMESON. SHE'S FREE TO GO.
BUT I'LL BE KEEPING AN EYE ON MS. WATSON. *AND* PETER PARKER. BECAUSE IF THEY WON'T HELP ME FIND OUT WHY CARLIE COOPER DISAPPEARED...
...I CAN ONLY ASSUME IT'S BECAUSE THEY HAVE SOMETHING TO *HIDE.*
THANK YOU, MAY...JAY. I'M SO SORRY.
ABOUT *WHAT?* WHAT'S GOING ON? AND WHAT HAPPENED TO PETER?
HE WAS ACTING LIKE--MARY JANE, IS HE USING *DRUGS?*
NO. I'LL TELL YOU EVERYTHING, I PROMISE. BUT I--I JUST CAN'T RIGHT NOW.
I'M EXHAUSTED. I NEED TO GO HOME... GET SOME SLEEP. I'LL CALL YOU SOON.
BUT PETER'S *OKAY,* ISN'T HE?
MARY JANE?

BOUGHT MYSELF SOME TIME, BUT I HAVE TO CALL HER SOON.
OH, PETER... WHAT AM I GOING TO TELL YOUR AUNT?
TELL HER EVERYTHING'S FINE.
AAHH!
IT'S OKAY. LOOK, IT'S ALL OVER THE NEWS. THE SYMBIOTE WAS REMOVED FROM ME.
I REALIZE I'VE BEEN ACTING...STRANGELY. AND I CAN'T APOLOGIZE ENOUGH IF I'VE CAUSED YOU PAIN. BUT AT LEAST NOW YOU KNOW WHY.
MARY JANE, CAN YOU FORGIVE ME FOR PUTTING YOU THROUGH THAT?
I...YES. I MEAN, THAT WAS TERRIFYING...BUT IT EXPLAINS A LOT.
THE FUNNY THING IS, UNTIL RECENTLY, NO MATTER HOW WEIRD YOU ACTED, I ALWAYS FELT THAT--DEEP DOWN--YOU WERE STILL... YOU.
AND-- I FEEL IT AGAIN. YOU'RE BACK.
PERFECT.
IF I'VE FOOLED HER, I'VE FOOLED THEM ALL.

Avengers Tower.
SO. DID ANYONE BUY THAT LINE OF BULL FROM SPIDER-MAN? BECAUSE I SURE DIDN'T.
MICROSCOPIC PIECES OF THE SYMBIOTE...I GUESS THEORETICALLY IT'S POSSIBLE, BUT I THINK I'D KNOW.
THOMPSON, YOU HAVE A MENTAL LINK WITH THE SYMBIOTE, CORRECT? CAN YOU ACCESS ITS MEMORIES OF BEING PART OF SPIDER-MAN?
I HATE TO DO THAT, BUT IF HE'S IN SOME KIND OF TROUBLE... HUH.
I'M JUST GETTING A BLUR. LIKE TWO RADIO STATIONS PLAYING ON THE SAME FREQUENCY. WEIRD.
WE'LL LOOK INTO IT. BUT GIVEN THEIR HISTORY, I THINK IT'S BEST YOU KEEP YOUR SYMBIOTE FAR AWAY FROM SPIDER-MAN.
AGREED. AND I'VE GOT STUFF TO TAKE CARE OF IN PHILLY. IF YOU'RE ON THE CASE, I CAN LEAVE WITH A CLEAR CONSCIENCE.
I'LL KEEP YOU INFORMED. YOU'RE A GOOD SOLDIER, FLASH...AND A GOOD MAN.
I GOTTA TELL YA, STARK, ABOUT ALL I TRUST IS MY SENSES, AND THEY SAY SPIDEY'S THE SAME GUY HE'S ALWAYS BEEN. SCENT, VOICE, HEARTBEAT...
AND THE TESTS WE RAN SAID THE SAME THING.
TESTS?

WHILE YOU WERE IN SPACE, WE CONDUCTED A THOROUGH EXAMINATION OF SPIDER-MAN.
AYE. THERE WERE NO TRACES OF DARK MAGIC, NOR HAS SOME BASE CHANGELING REPLACED OUR FRIEND.
HE'S NOT A SPACE PHANTOM, OR A SKRULL... BELIEVE ME, WE TRIPLE CHECKED.
NO OFFENSE, BUT I DESIGNED MOST OF THIS EQUIPMENT. I KNOW IT BETTER THAN ANYONE. I'D LIKE TO TAKE A LOOK AT THE READINGS...MAYBE I'LL SEE SOMETHING YOU DIDN'T.
WELL, WHAT DO YOU KNOW? IT'S BEEN ERASED. AND SO HAVE THE SECURITY CAMERA FEEDS FROM THAT DAY...
...EXCEPT THE ONE ONLY I KNOW ABOUT.
TONY! IS PRIVACY A FOREIGN CONCEPT TO YOU?
NO, JUST OUTDATED. AFTER THE SKRULL INVASION I GOT EXTRA PARANOID.
AND I WAS RIGHT, WASN'T I? NOW LET'S SEE WHO DID THIS...
THAT DOES IT!
TIME TO BRING SPIDER-MAN IN!

SUPERIOR *Spider-Man #26* **“GOBLIN NATION PRELUDE: THE ARENA”**

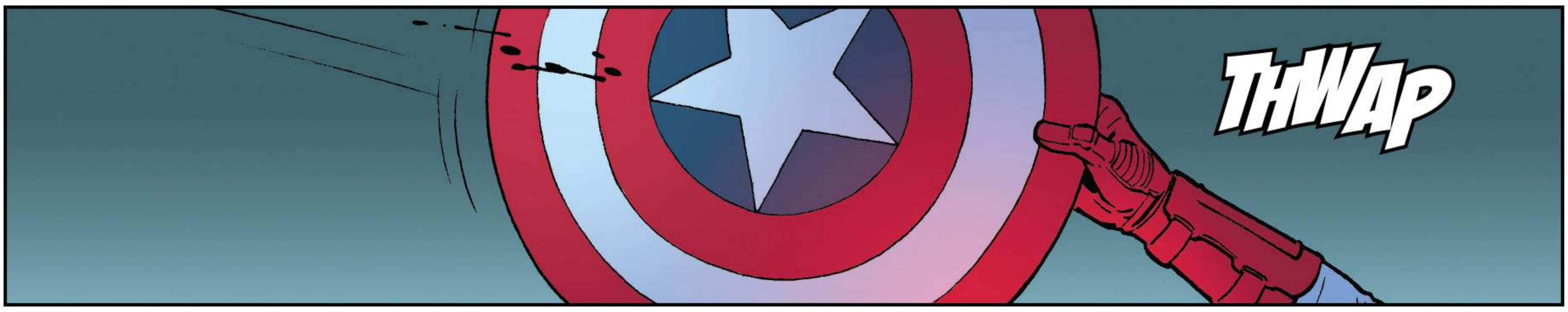
OSC
UNIT #2,557 SCANNING.
GOBLIN PROTOCOL IN EFFECT.
DISENGAGE.
A FUTURE SITE OF ALCHEM
WORKING FOR TOMORROW
NO ACTIVITY. CONTINUE SWEEP.
Rosebank, Staten Island.
AN ABANDONED OSCORP FACTORY.
PCHOOM
HA HA HA HA HA
BRAK-A-KA
FIFTY GRAND TO WHOEVER TAKES OUT THE MOST OF THE GOBLIN'S MEN!
KZOW
A HUNDRED LARGE TO WHOEVER TAGS THAT GREEN IDIOT!
KRASH

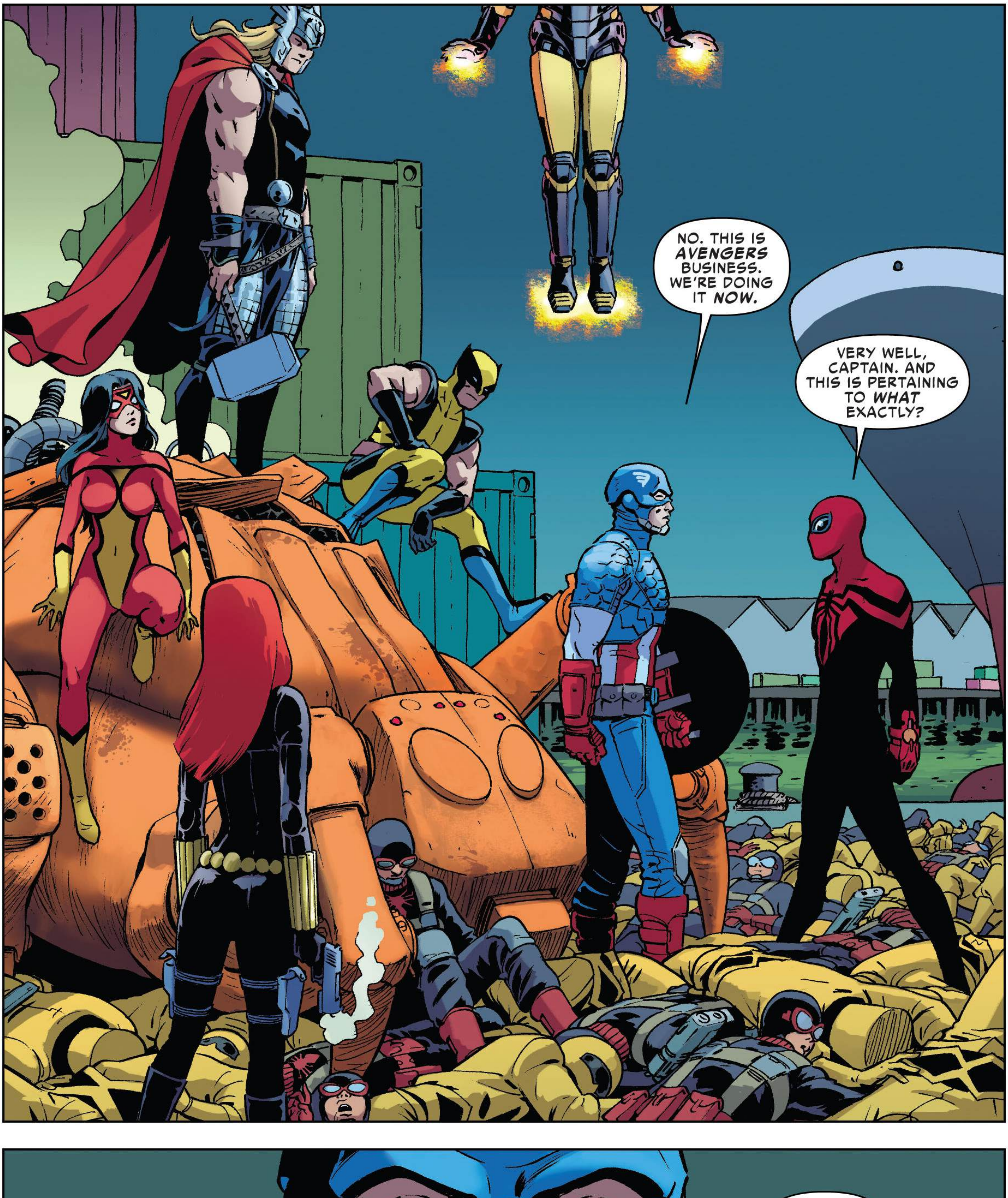
AND A *FREE* FRANCHISE FOR *LIFE*...
...TO ANYONE WHO HELPS ME *KILL* URICH! THE LITTLE *TRAITOR*!
HA! I MUST REALLY GET UNDER YOUR SKIN, KINGSLEY!
SLASHH
PCHOW
ARGH!
KRAK
STOP!
THE JOKE'S OVER! THIS BATTLE HAS GONE ON LONG ENOUGH!
EVERYONE, *CEASE FIRE!*

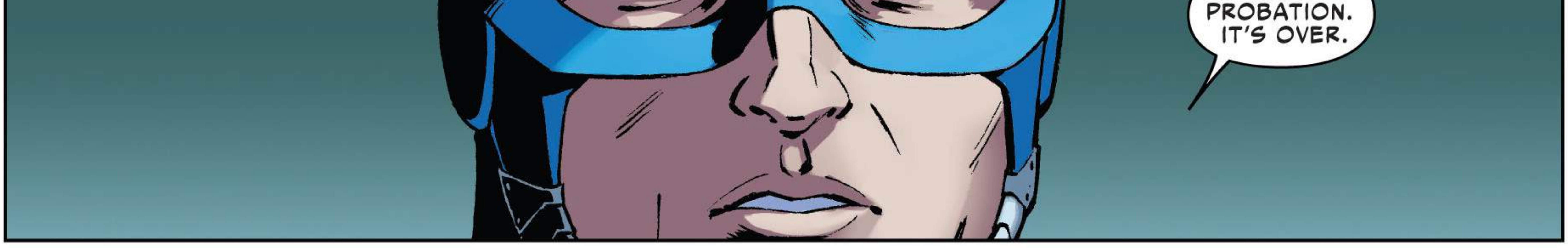
WHAT THE HELL IS THIS, GOBLIN?! A *TIME-OUT?!*
YOU STARTED THIS! IMPERSONATING ME! EGGING ME ON!
YOU *DECLARED* THIS WAR!
YOU *CAN'T* JUST CALL A TRUCE! THIS IS--
POINTLESS, KINGSLEY! AND *COSTLY.*
...
AH. *NOW* I'M SPEAKING YOUR LANGUAGE.
LOOK AROUND. ALL WE'RE DOING IS PICKING OFF EACH OTHER'S MEN. WINNOWING OUR FORCES. IT'S A *WASTE.*
THERE'S ALWAYS MORE WHERE *THEY* CAME FROM.
TRUE. BUT FINDING FRESH MEAT, TESTING THEM, TRAINING THEM...
...ALL TAKES PRECIOUS TIME, KINGSLEY. AND RIGHT NOW *EVERY* GOBLIN NEEDS AN ARMY.
AND FOR A GOOD REASON.
WHICH IS?
THE *SPIDER* HAS ONE.

New York Harbor.
SPIDERLINGS, ATTACK!
WHATEVER IT TAKES! THESE WEAPONS WILL NOT FALL INTO ENEMY HANDS!
IMPOSSIBLE! HOW DID YOU KNOW OF OUR SHIPMENT?
OUR TANKER WAS STEALTH SHIELDED! THERE'S NO WAY YOU COULD HAVE--
IMBECILE! I HAVE EYES EVERYWHERE. NOTHING IN THIS CITY ESCAPES MY SIGHT.
SPIDER-MAN.
WHAT?
WE'D LIKE TO HAVE A WORD WITH YOU.
OH. IT'S YOU. NOT NOW. I'M BUSY.

ALL RIGHT THEN.
AVENGERS...
...DISASSEMBLE!
ZAAK
SNIKT
WOKK
KTANG
BOOM
VZZZT


THWAP


NO. THIS IS *AVENGERS* BUSINESS. WE'RE DOING IT *NOW*.
VERY WELL, CAPTAIN. AND THIS IS PERTAINING TO *WHAT* EXACTLY?


YOUR PROBATION. IT'S OVER.

I DON'T KNOW MUCH, BUT WHAT I DO KNOW...
...IS THAT I'M PETER PARKER.
AND I AM NOT DEAD.
The Mindscape.
THE SHARED PSYCHE OF OTTO OCTAVIUS AND PETER PARKER.
BUT I MIGHT AS WELL BE.
FOUGHT SO HARD TO GET BACK HERE. AND FOR WHAT?
LOOK WHAT YOU'VE DONE TO ME, DOC. THERE'S BARELY ANY OF "ME" LEFT.
YOU DUMPED CLOSE TO ALL OF MY MEMORIES.
EVERYTHING EXCEPT THE ONES I SHARED WITH YOU. AND THE FEW YOU PEEKED AT AND COMMITTED TO YOUR MEMORY.
"I COOKED YOUR FAVORITE BREAKFAST, PETEY-- WHEATCAKES."
"DON'T FATTEN HIM UP TOO MUCH, DEAR. I CAN HARDLY OUTWRESTLE HIM NOW."

"A SPIDER. IT BIT ME. BUT WHY IS IT BURNING SO? WHY IS IT GLOWING THAT WAY?"
SPIDER-MAN.
I'M PETER PARKER *AND* I'M SPIDER-MAN.
NO. I'M JUST...
...FRAGMENTS.
THE LITTLE PIECES THAT GOT LEFT BEHIND.
WHAT AM I SUPPOSED TO DO?
I--I COULDN'T BEAT OCK AT *FULL* STRENGTH.
WHAT CHANCE DO I HAVE *NOW?*

ALL RIGHT. YOU HAVE YOUR TRUCE. WHAT NOW?
WHAT INDEED? EERIE, ISN'T IT?
THE DIN OF WAR SUDDENLY STOPPING. FOLLOWED BY A PROFOUND HUSH.
ALL QUIET ON THE WESTERN FRONT.
HA HA HA HA HA
EVER READ IT?
WHAT?
IT'S A BOOK, KINGSLEY. WITH COVERS. PAGES. AND EVERYTHING.
I KNOW WHAT IT IS.
MY FAVORITE PART. A SOLDIER WONDERS WHY A WAR CAN'T BE LIKE A *BULLFIGHT*...
...*EXCEPT*, HE SAYS, "IN THE ARENA THE MINISTERS AND GENERALS OF THE TWO COUNTRIES, DRESSED IN BATHING DRAWERS AND ARMED WITH CLUBS..."
"...CAN HAVE IT OUT AMONG *THEMSELVES*."
"WHOEVER SURVIVES, HIS COUNTRY WINS."
SO IS *THAT* IT?
YOU AND ME. WINNER TAKES ALL? FINE. LET'S DO THIS--

--FOR *REAL!*
LIKE AN *IMITATION* LIKE *YOU* WOULD KNOW FROM *REAL?!*
YOU'RE NOTHING BUT A BAD COPY, KINGSLEY!
OR A *COPY* OF A *COPY!*
SHUT UP!
SO...WHO ARE YOU THIS TIME? FLASH THOMPSON? NED LEEDS? MACENDALE? OR POSSIBLY...
...THE BROTHER? *DANIEL* KINGSLEY?
NO. WAIT... HE DOESN'T HAVE THE *HEAD* FOR THIS ANYMORE.
UNHH! YOU BASTARD!
SLIKT
BUT THEN AGAIN HOW DO WE KNOW IT'S *YOU* UNDER THAT MASK?
MAYBE YOU'RE THAT LOSER, BART HAMILTON? OR...
YES! IT *IS* YOU! *OSBORN!* BUT NOT NORMAN...
THE OTHER ONE. THE *DISAPPOINTMENT.* HARRY.
WHAT?! HOW *DARE* YOU SAY THAT ABOUT MY--
GYAAGHH!

Avengers Tower.
STARK
THEY REPLACED THE GLASS. I STILL REMEMBER THE VIEW FROM THE OTHER SIDE...
...AS "DOCTOR OCTOPUS" PUSHED ME THROUGH.
FOR A MOMENT, I THOUGHT I'D DIE. IRONICALLY. INSIDE SPIDER-MAN'S BODY.
AND WHILE THAT DAY WILL COME, HOPEFULLY IT WON'T BE FOR A VERY LONG--
SORRY. ARE WE BORING YOU?
WHAT?
WITH ALL THE CHARGES WE'RE RAISING...
...FOR DRUMMING YOU OUT OF THE AVENGERS.
NO. PLEASE CONTINUE. YOU HAVE MY WELL-DESERVED ATTENTION.
SINCE RETURNING TO EARTH, I'VE GONE THROUGH ALL OF THE TOWER'S SECURITY FOOTAGE...
...AND FOUND THIS.
EVIDENCE OF YOU SECRETLY DELETING YOUR MEDICAL SCANS.
CARE TO EXPLAIN WHY YOU'D DO THAT?
SIMPLE. UNDER ENOUGH SCRUTINY, THOSE SCANS COULD REVEAL...
...MY SECRET IDENTITY.

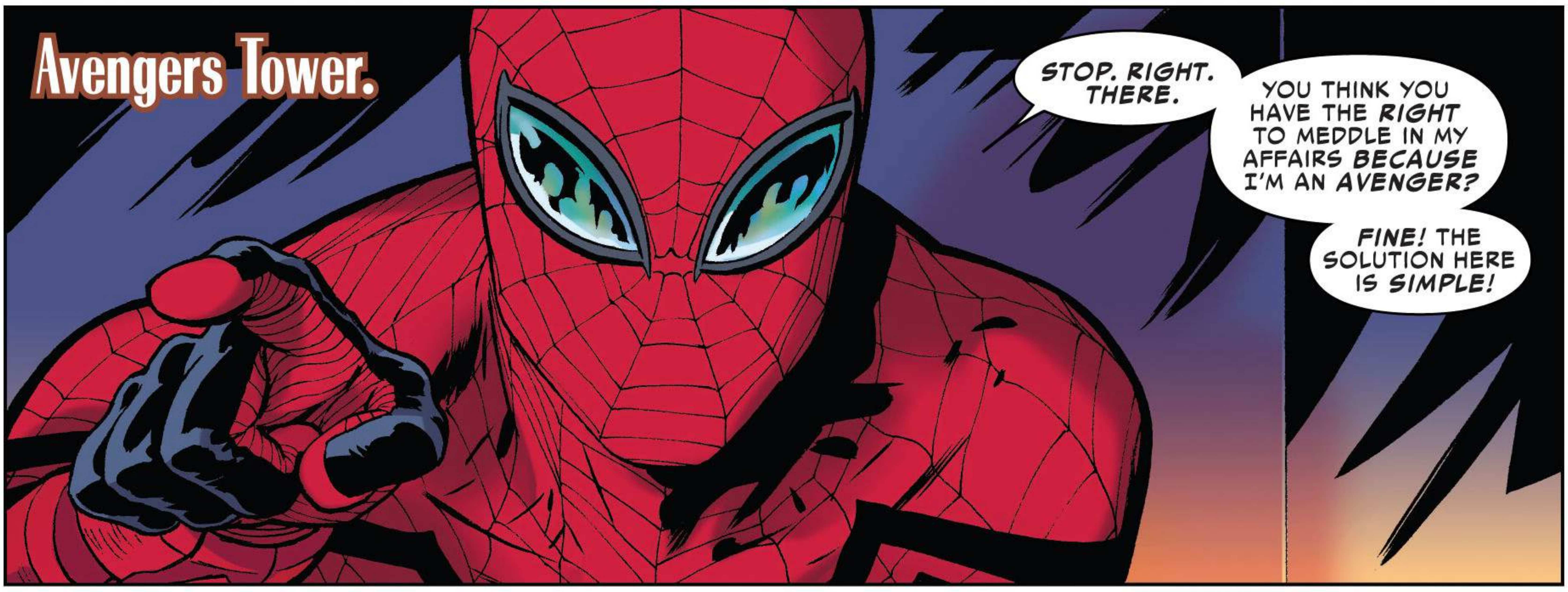
THAT IS WHY YOU LAUNCHED A CIVIL WAR AGAINST STARK. ISN'T IT, CAPTAIN?
SO I COULD HAVE THAT RIGHT TO PRIVACY?
AS IT STANDS, THREE OF YOU HERE ALREADY KNOW. AS FAR AS I'M CONCERNED, THAT'S THREE TOO MANY.
THIS ISN'T OUT OF THE BLUE, SPIDEY. YOU'VE BEEN ACTING STRANGE. FOR A WHILE NOW.
AND YOUR LAST EXCUSE? THAT IT'S BECAUSE YOU WERE INFECTED BY VENOM? THAT JUST DOESN'T FLY.
JUST SAY THE WORD, KID. I KNOW SOME PSYCHICS. WE COULD CLEAR THIS UP IN NO TIME.
SO THAT'S ALL IT TAKES? SOMEONE ACTS "STRANGE" AND THAT GIVES YOU THE RIGHT TO PRY INTO THEIR MIND?
I'VE ACTED "STRANGE" IN THE PAST. BEEN WANTED FOR MURDER! TREASON! ALL KINDS OF LAWLESSNESS!
SO WHAT'S SO SPECIAL ABOUT THIS TIME?
WHY NOW?!
BECAUSE FOR NOW, YOU'RE AN AVENGER.
MAYBE I SHOULD TAKE A LOOK AT THESE SCANS? MAYBE I CAN SPOT SOMETHING THE OTHERS MISSED.
GOOD LUCK, STARK. THOSE FILES ARE GONE. I MADE CERTAIN.
REALLY? DO YOU HAVE ANY IDEA HOW HARD IT IS TO WIPE ALL TRACES OF SOMETHING OFF A HARD DRIVE?
"NO! I'M NOT JUST GONNA SIT BACK AND DO NOTHING..."

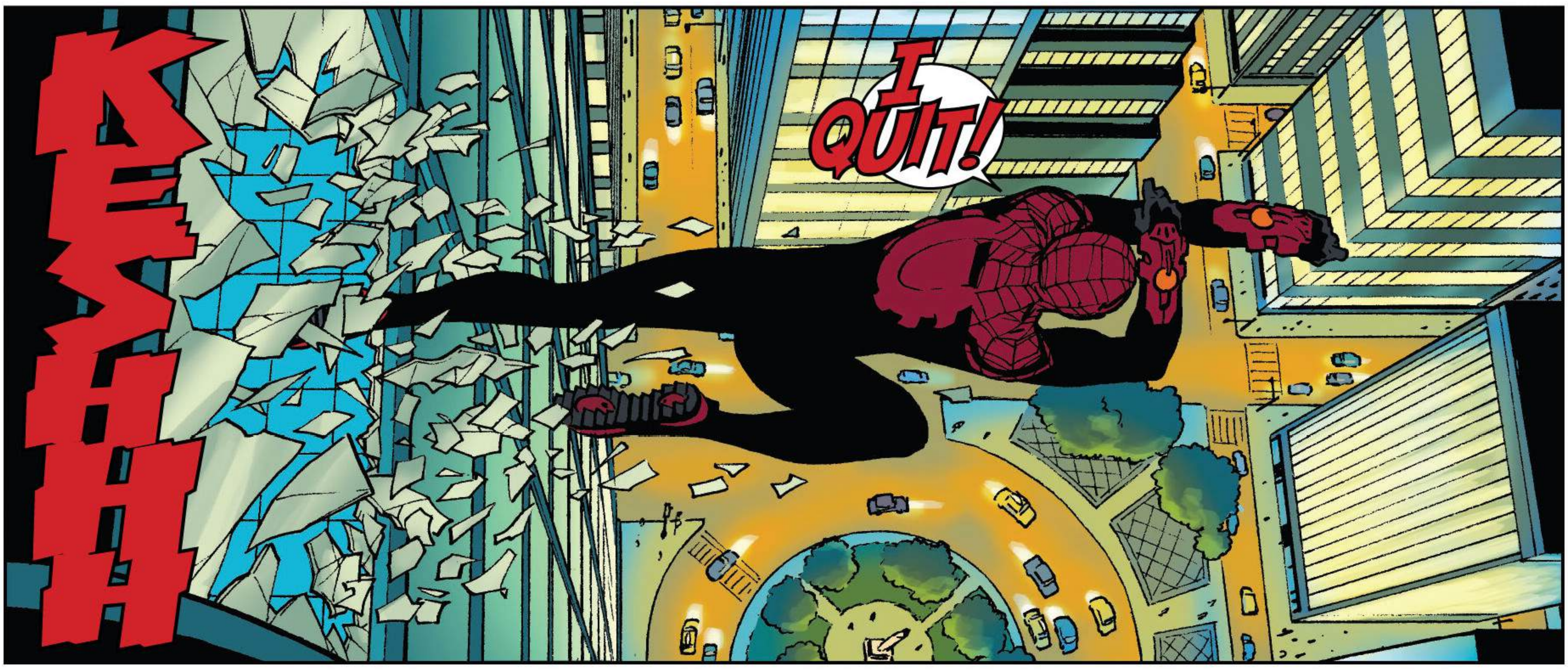
...I AM PETER PARKER! I AM SPIDER-MAN!
AND IF I KNOW ANYTHING IT'S THAT...
...ANYONE CAN WIN A FIGHT WHEN THE ODDS ARE EASY!
IT'S WHEN THE GOING'S TOUGH-- WHEN THERE SEEMS TO BE NO CHANCE--
--THAT'S WHEN IT COUNTS!
YOU MADE A BIG MISTAKE, OCTAVIUS. THE MEMORIES YOU'VE LEFT ME ARE THE KEY ONES--
--THE MOMENTS THAT DEFINE ME! YOU HAVEN'T WIPED ME OUT. YOU'VE BURNED ME IN A CRUCIBLE--
--DISTILLED ME TO MY CORE! AND I KNOW NOW, MORE THAN ANYTHING--
I AM THE MAN WHO NEVER GIVES UP! THAT'S WHO I AM! AND I WILL FIND A WAY TO WIN!
"THIS ISN'T OVER..."

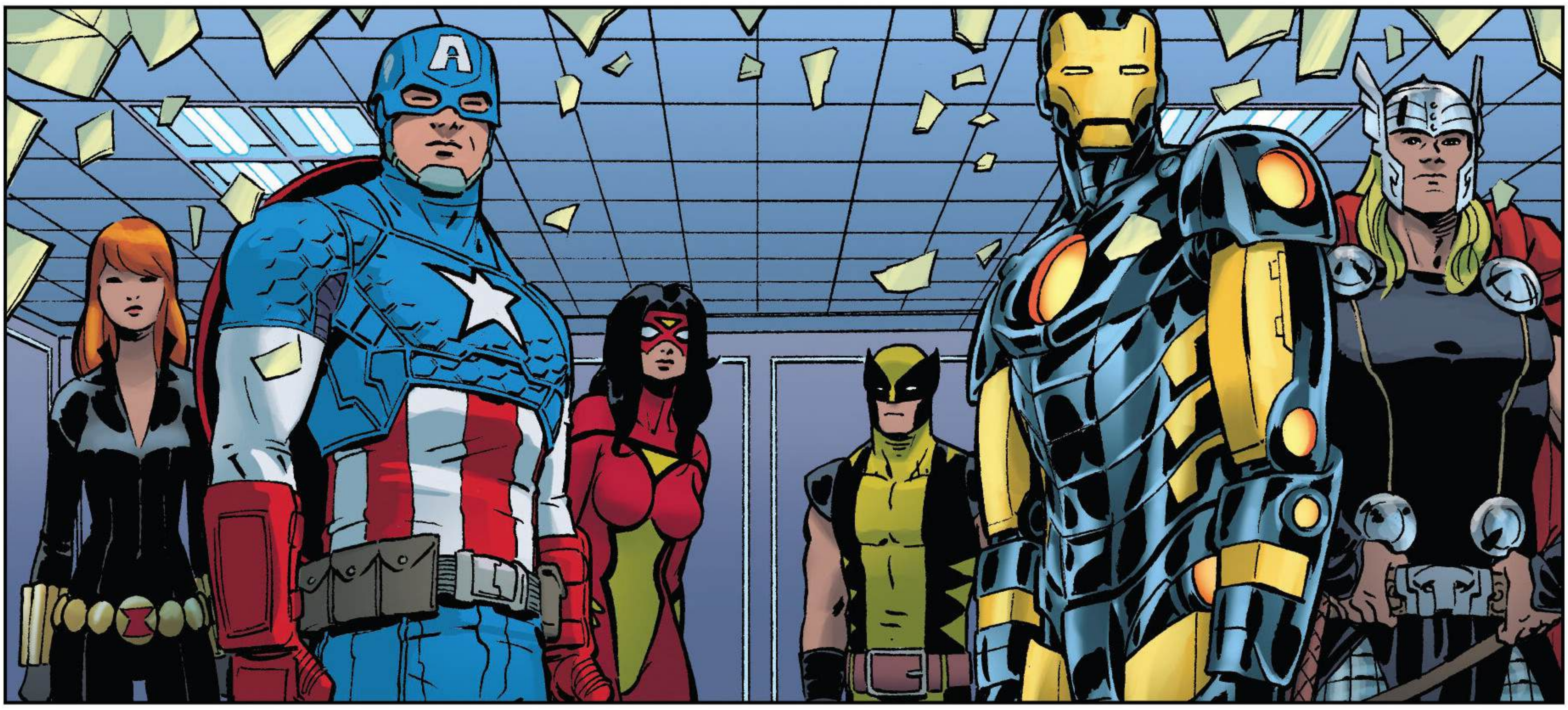
FAR FROM IT.
NOTHING KEEPS ME DOWN, KINGSLEY.
NOT *DEATH*. *BETRAYAL*. EVEN THE *ENTIRE WORLD AGAINST ME!*
EVERY TIME I *RISE BACK UP! STRONGER* THAN BEFORE! *EVERY TIME!*
THAT SCAR...
...WHERE THE GLIDER--
IT *IS* YOU.
OSBORN.

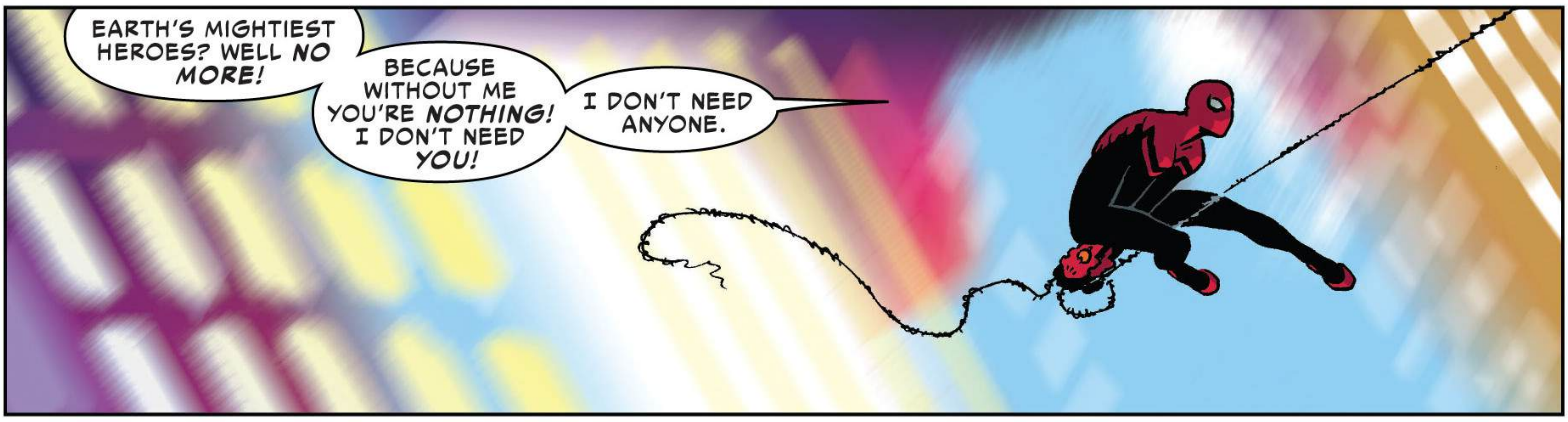
SORRY? WHAT WAS THAT? COULDN'T *QUITE* HEAR YOU.
ST-STAY AWAY FROM ME!
SAY IT AGAIN.
HA HA HA!
SAY IT!
SAY MY NAME!
KEE-RAKK
OSBORN, WAIT I--
WUNK
YES! THE ONE *TRUE* GOBLIN!
RUNCHH
THE GOBLIN KING!
FTOMMM

AND I DECREE THAT YOU-- PRETENDER TO THE THRONE--
--MUST DIE--
POK
--BY MY HANDS--
SHIKK SHUKK
--AROUND YOUR WORTHLESS NECK!
SHUCHH
EHKK-- ERKK--
HA HA HA HA HA
AKH--
KINGSLEY IS DEAD.
LONG LIVE THE KING!
8
OSBORN! OSBORN! OSBORN!


Avengers Tower.
STOP. RIGHT. THERE.
YOU THINK YOU HAVE THE *RIGHT* TO MEDDLE IN MY AFFAIRS *BECAUSE* I'M AN *AVENGER?*
FINE! THE SOLUTION HERE IS *SIMPLE!*

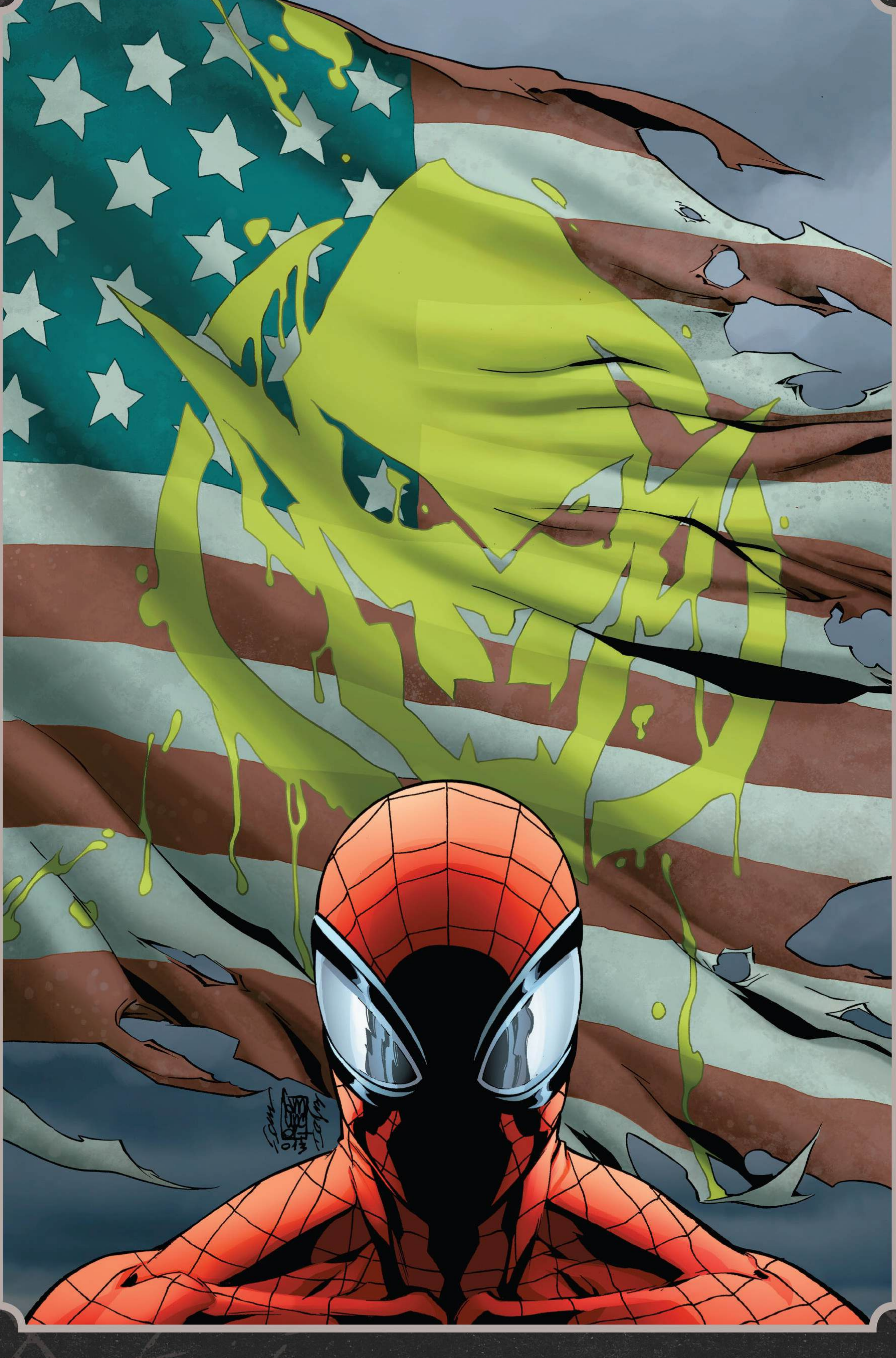

KRSHH
I QUIT!




EARTH'S MIGHTIEST HEROES? WELL *NO MORE!*
BECAUSE WITHOUT ME YOU'RE *NOTHING!* I DON'T NEED *YOU!*
I DON'T NEED ANYONE.

HA HA HA! LOOK AT US! ALL TOGETHER! STRONGER THAN EVER!
ONE, BIG HAPPY!
OSCO
COME OLD FRIENDS AND NEW. BACK UNDERGROUND FOR THE *LOT* OF YOU.
SO MUCH TO PLAN. SO MUCH TO DO! ***HEE HEE!***
BE RIGHT WITH YOU. GOTTA CHECK SOMETHING FIRST.
'CAUSE I'VE BEEN HERE BEFORE. SAME PLACE. SAME GUY.
HELL, I EVEN CHOPPED OFF HIS ***HEAD***. AND IF THAT TAUGHT ME ANYTHING...
...IT'S THAT YOU ***ALWAYS*** GOTTA POKE UNDER THE HOOD AND MAKE SURE THAT--
THAT'S NOT HIM.
GOTTA DESTROY THE BODY. NO ONE CAN KNOW...
...OR THE BOSS WILL LOSE HIS CLAIM TO ALL KINGSLEY'S MEN...
...BUT WHERE ***IS*** HE? WHERE'S THE ***REAL*** HOBGOBLIN?!

3,625 miles away.
I AM RODERICK KINGSLEY. THE ONE AND ONLY ORIGINAL HOBGOBLIN.
HMM.
LEAVE YOU IN FOR FIVE MORE MINUTES...
...THEN ON TO PHASE TWO OF THE *WINKLER PROCESS.*
MEMORIES OF COMBAT TRAINING. THEN WE'LL WORK ON THE VOICE.
HAVE TO GET THE VOICE RIGHT.
I AM RODERICK KINGSLEY. THE ONE AND ONLY ORIGINAL HOBGOBLIN.
I AM RODERICK KINGSLEY. THE ONE AND ONLY--
I'M GOING TO MISS CLAUDE. FANTASTIC MANSERVANT.
HE MADE A TERRIBLE HOBGOBLIN, BUT HE MADE THE BEST BOUILLABAISSE.
BUT SOME SACRIFICES *HAVE* TO BE MADE.
JUST NOT *SELF*-SACRIFICES.
AH WELL. TIME TO LAY LOW AGAIN.
TO PLAN. TO SCHEME. TO RISE ANEW.
HAVE YOUR VICTORY *TODAY,* OSBORN. YOU EARNED IT.
TO *YOU,* MY OLD FOE. AND TO GOBLINS EVERYWHERE.



SUPERIOR *Spider-Man #27* "GOBLIN NATION PART ONE: CARDS ON THE TABLE"

31 DAYS LATER...

GOING BY ALL AVAILABLE DATA...
HA HA HA HA
HA HA HA HA HA HA HA HA HA
...I, OTTO OCTAVIUS, THE *SUPERIOR SPIDER-MAN,* HAVE ACHIEVED MY GOAL.
HA HA HA HA HA HA HA HA HA HA
BY TARGETING AND DESTROYING EVERY MAJOR CRIME SYNDICATE...
HA HA HA HA HA HA HA HA
...I HAVE EFFECTIVELY *ENDED* ORGANIZED CRIME IN NEW YORK.
HA HA HA HA HA HA HA HA
SO WHY IS THE CITY *LAUGHING* AT ME?
HA HA HA HA HA HA HA HA HA
THIS CAN'T BE HAPPENING! IT'S *IMPOSSIBLE!*
ALL FIVE BOROUGHS ARE UNDER *MY* SURVEILLANCE, YET *NONE* OF THIS IS REGISTERING!
I CAN HEAR THE POLICE SIRENS, SCREAMS, AND GUNFIRE. I'M NOT DEAF, DAMN IT! SO HOW CAN I BE SO *BLIND?!*

AFTER MONTHS OF TIRELESS WORK...
...AFTER CRUSHING THE ONLY DISSENT WITHIN MY OWN RANKS...
...I SHOULD BE DONE! CRIME SHOULD BE A STATISTICAL ANOMALY! AND YET...
SEE SUPERIOR SPIDER-MAN TEAM-UP #10! -STEVE.
POLICE REPORTS ARE COMING IN GARBLED.
LINKS TO THE DAILY BUGLE'S NEWSFEED ARE CRASHING.
MY SPIDER-BOT CAMERAS ARE SHOWING NO EMERGENCIES.
BUT THE CITY'S BURNING! I CAN SEE IT!
SPIDER-ISLAND! COME IN!
NOTHING.
THEN IT HAPPENS. AN ENTIRE GRID IN MY CITYWIDE SWEEP SHUTS DOWN.
THE AREA AROUND THE BROOKLYN BRIDGE. I HAVE TO GO.
HAVE TO SEE THIS WITH MY OWN EYES.
NO.
UNTIL NOW I'D THOUGHT ONLY TWO CRIMINALS HAD ESCAPED MY DETECTION.
THE TWO HOBGOBLINS. URICH AND KINGSLEY.
THE IDIOT AND THE COWARD.
I COULD NEVER ACCOUNT FOR THAT GLITCH IN THE SYSTEM. UNTIL NOW.

I WAS CHASING THE WRONG GOBLIN.
OSBORN.
ALL THIS TIME IT WAS YOU.
AND NOW YOU WANT ME TO KNOW. NOT JUST THAT IT'S YOU...
...BUT THAT IT'S OVER AND YOU'VE ALREADY WON.
GOBLIN NATION

The Mindscape.
Inside the shared psyche of Otto Octavius...and Peter Parker.
Wandered around here long enough. Now I know. Thirty-one memories. That's it.
Everything Ock poked and prodded through before he *dumped* the rest.
All the ones he committed to *his* memory. And now they're all I've got...
...The sum total of whatever existence I have left.
The question is, what can I *do* with them before Doc--
Accessing memories.
Yes. The Brooklyn Bridge. But go further back...
...Don't *worry*, my fine foe--you'll not be long *apart*!
Soon you shall *join* her--*beyond death*!
I wouldn't *bet* on it, Goblin.
Only *one* man's going to die *this* day--and, mister, *it won't be me*!
Yes. There.
This merits further study...
Huh? What're you doing, Otto?
Why in the world would you be thinking about the night Gwen died?
No. Stop it, Pete. Gotta focus.
I've only got thirty-one pieces of cover down here...

...AND IF DOC KEEPS LOOKING AROUND, HE *WILL* FIND ME.
AND I AM IN *NO* CONDITION FOR A REMATCH.
WHAT I NEED NOW IS...
...A GOOD HIDING PLACE.
NOW, WATCH *ME* TRAP A SPIDER IN A WEB OF MY *OWN*--
A WEB MADE OF MY NEWFOUND *ARMS!*
HM. NOT MUCH ROOM ON *MY* SIDE OF "*MEMORY LANE.*" BUT MAYBE, IF I'M LUCKY, IT'S A TWO-WAY STREET.
DON'T REMEMBER TRYING THIS BEFORE.
THEN AGAIN, I DON'T REMEMBER MUCH OF ANYTHING.
BUT THIS COULD WORK. IF THERE'S A WAY TO TAKE YOU DOWN, OCK...
...MAYBE THE ANSWER'S TUCKED AWAY INSIDE *YOUR* MEMORIES.
HERE GOES!

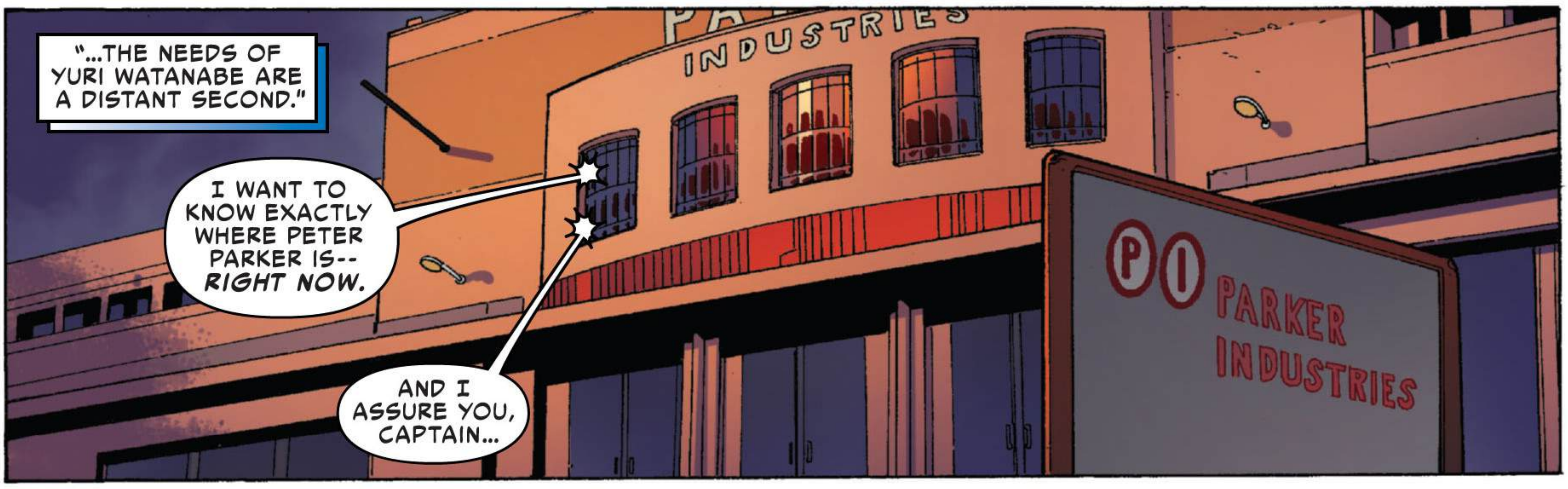
AAHHHH!
WASN'T READY FOR THIS! IT'S A FLOOD OF MOMENTS! AN OCEAN OF MEMORIES!
AND I'M JUST 31 DROPS. BEING ABSORBED. DILUTED. WASHED AWAY.
CAN'T HOLD ON! DIDN'T THINK IT THROUGH--A BRIGHT LIGHT? AM I DYING? IS THIS IT? IS THIS--
IT'S A BOY.
HERE YOU GO, MRS. OCTAVIUS. HAVE YOU CHOSEN A NAME?
WAAA
OH GOD! NOT THIS! PLEASE...
YES. OTTO.
OTTO GUNTHER OCTAVIUS.
NO! I'M PETER PARKER!
I'M PETER PARKER...
I'M PETER PARKER...

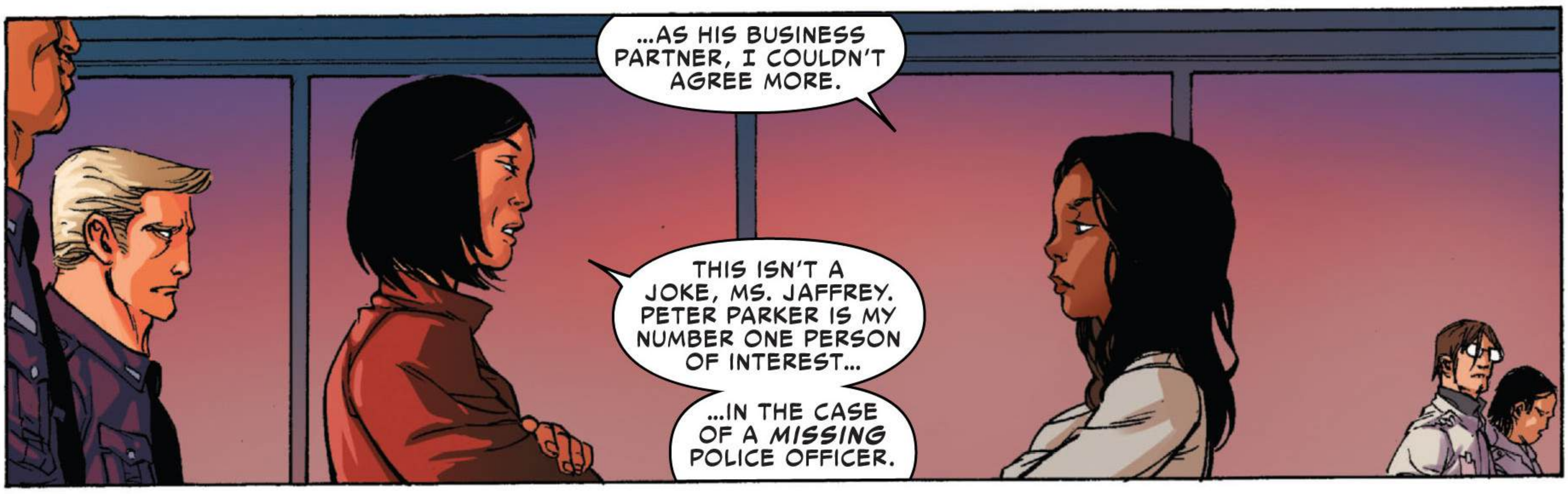
Tribeca.
PETER PARKER'S APARTMENT.
THAT'S NOT RIGHT.
HOW DID HE DO IT? HOW DID HE CIRCUMVENT *MY* TECHNOLOGY?
OF ALL THE--
YOU'RE MUTTERING AGAIN, SLICK.
ANNA MARIA? SORRY, DEAR. A LITTLE PREOCCUPIED...
OH, I KNOW WHAT YOUR PROBLEM IS.
MODI GLIANI
LOW BLOOD SUGAR. YOU FORGOT TO EAT AGAIN.
AH.
AND SLEEP. EVER SINCE I MOVED IN, YOU'VE BARELY COME TO BED. IS IT--?
IT'S VERY IMPORTANT WORK.
NO. I'VE JUST... BEEN BUSY IS ALL. HELPING SPIDER-MAN. HMM...
SPEAKING OF WHICH... YOU HAVE YOUR *OWN* COMPANY NOW.
AND YOU'RE RARELY THERE, *TOO.* SAJANI AND I...WE'VE BEEN COVERING FOR YOU. A LOT.
IS THAT SO?
YOU'RE TOO GOOD TO ME, ANNA. YOU KNOW...
...I'VE BEEN THINKING OF MAKING YOU A PARTNER.
I'M HONORED. BUT YOU SHOULD PROBABLY RUN IT BY SAJANI FIRST.
NO. I THINK *YOU* HAVE THE FINAL WORD HERE.

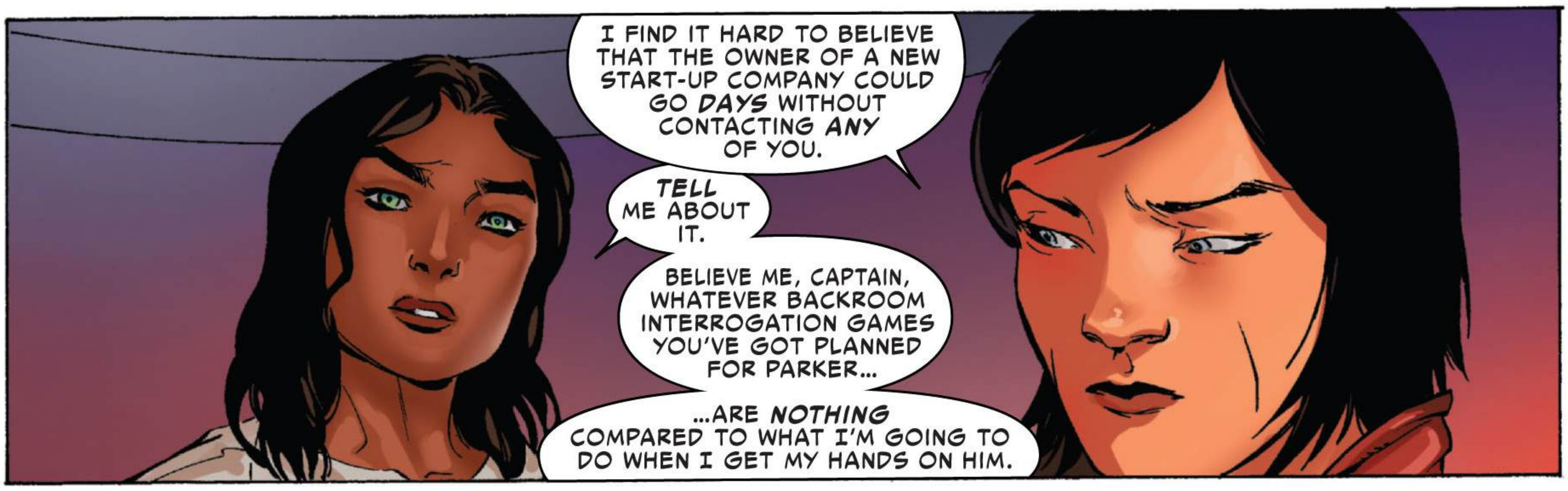
WELL, AS LONG AS IT DOESN'T HAVE TO GO PAST SPIDER-MAN *TOO.*
SLICK, I KNOW YOU TWO HAVE SOME KIND OF AGREEMENT. BUT YOU WON'T BE DOING *HIM* ANY GOOD...
...IF YOU'RE TIRED, HUNGRY, AND DESTITUTE. I'M SURE EVEN SPIDEY CAN RECOGNIZE THAT--
RECOGNIZE! OF COURSE! CURSE ME FOR A FOOL!
THE *ONE* PART OF THE SPIDER-BOTS *I* DIDN'T DESIGN!
UATU JACKSON! THIS IS PETER PARKER.
WE HAVE TO TALK. *IMMEDIATELY!* IT'S ABOUT YOUR FACIAL RECOGNITION SOFTWA--
HE HUNG UP?! ON *ME?* THE IMPUDENT WHELP...
PETER, LOOK. THE MAYOR'S ON. IT'S SOMETHING ABOUT YOUR FRIEND, SPIDER-MAN.
INCREASE VOLUME.
...ISN'T IT CLEAR SPIDEY AND THE GOBLIN ARE WORKING TOGETHER?
THE WALL-CRAWLER SINGLE-HANDEDLY WIPED OUT ALL OF HIS COMPETITION.
HOGWASH! SPIDER-MAN IS THIS CITY'S *GREATEST* CHAMPION! NEXT TO MYSELF, OF COURSE!
NO FURTHER QUESTIONS!
FILTHY PARASITES. DRIVER, GET ME OUT OF HERE.
WHERE TO, MAYOR JAMESON?
UPTOWN. TO THE OLD OSCORP TOWER. TAKE ME...

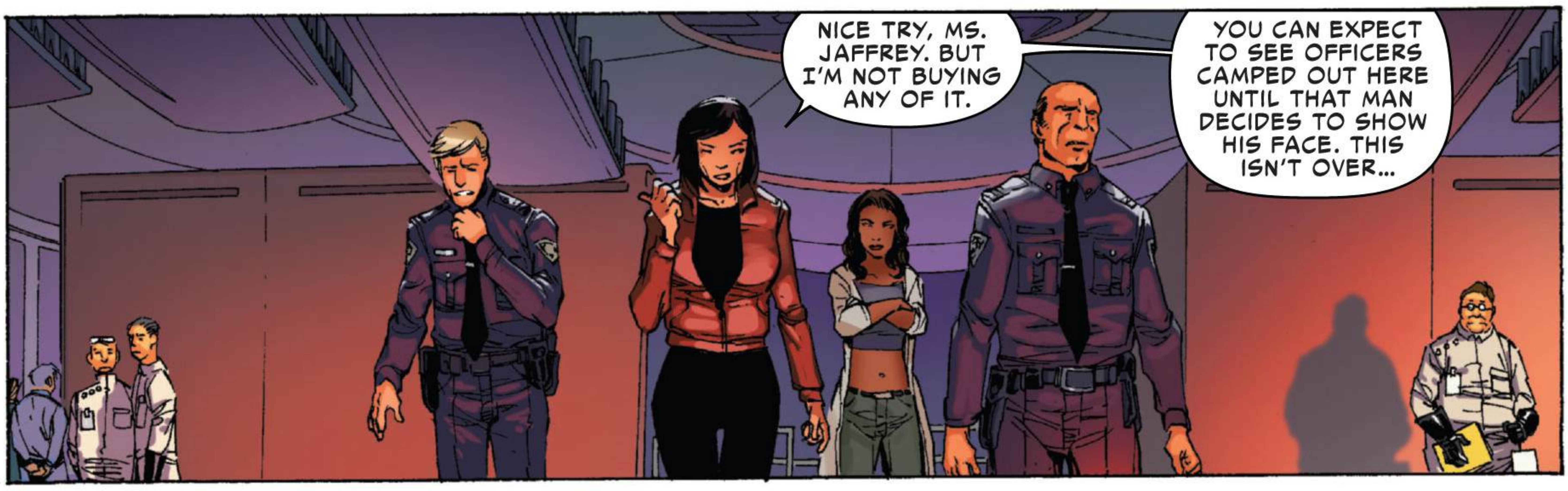
"...TO ALCHEMAX."
YOUR MAN STONE MESSAGED ME. SAID THE ORDER WAS READY.
TIBERIUS CAN GET AHEAD OF HIMSELF, MAYOR JAMESON. THERE ARE STILL SOME SAFETY TESTS TO BE--
FINE, MS. ALLAN. WHATEVER. I WANT TO SEE THEM. NOW.
MR. BANKS, IF YOU'D PLEASE ESCORT THE MAYOR TO THE LOWER LEVELS.
RESTRICTED AREA
AUTHORIZED PERSONNEL ONLY
MR. STONE. MR. O'MARA. ARE YOU SURE ABOUT THIS? THIS WAS A *VERY* QUICK BUILD.
YES. ABSOLUTELY. AFTER ALL, WE WERE TOLD TIME WAS A FACTOR.
WHAT WAS THAT?
YOU HAVE NO IDEA.
NOTHING.
DO WHATEVER IT TAKES, STONE. WRAP THIS UP FAST. THE SPIDER'S PLANNING SOMETHING.
HE NEVER STOPS. I SEE THAT NOW.
AND NOW HE AND THE GOBLIN ARE IN CAHOOTS, LAYING SIEGE TO MY CITY. I HAVE TO PUT AN END TO IT.
WELL, YOUR PRIVATE *SLAYER PATROL* WILL DO JUST THAT. GIVE THE WORD AND--
NO. THERE'S ONE MORE THING HE NEEDS TO KNOW.
BEFORE HE DIES, HE NEEDS TO KNOW IT WAS BY *MY* HAND.

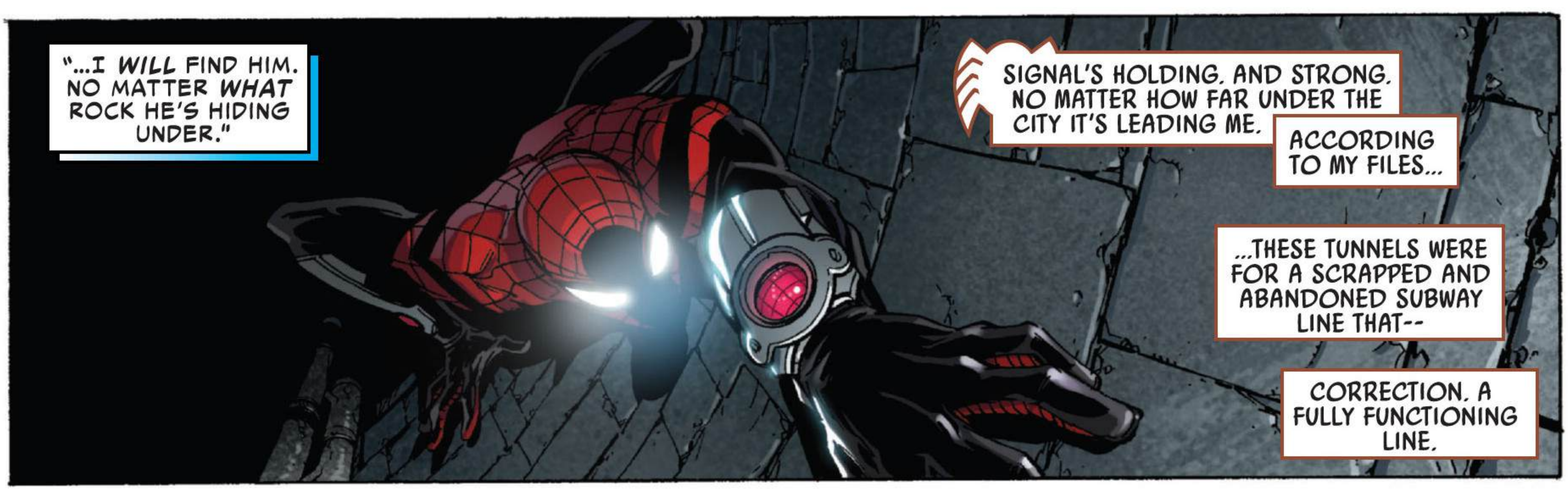
The West Village.
UATU JACKSON'S HOME.
TAP TAP
PHONE. MESSAGE. SKYPE. TWITTER. NOW FACEBOOK TOO?
TAKE A HINT, LOSER. I'M NOT TALKING TO--
TAP TAP
HUH?
UATU JACKSON.
SPIDEY?!
WHATEVER GRIEVANCES YOU HAVE WITH PARKER CAN WAIT. YOU *WILL* ANSWER TO ME, THOUGH.
YEAH. SURE. I MEAN, DUDE, YOU'RE LIKE AN *AVENGER* AND EVERYTHING.
...THERE'S WHERE WE GOT HACKED. MY SOFTWARE TALKS BACK AND FORTH WITH MULTIPLE DATABASES. PRETTY EASY TO GET IN THROUGH A TERTIARY SYSTEM.
THESE GOBLIN PROTOCOLS TELL ALL FUNCTIONS TO IGNORE *ANYTHING* WITH A GOBLIN FACE.
I FIGURED AS MUCH.
ANY MASK. OR THAT GOBLIN HEAD INSIGNIA. BUT LOOK, THE PROGRAM CONSTANTLY REFRESHES...
...I CAN USE THAT TO LOCATE THE SOURCE OF THE TRANSMISSION.
NOT BAD.
WAIT. THIS IS THE SAME APPLICATION I DEVELOPED FOR THE WRAITH AND THE LENSES IN HER COSTUME...
...SHE COULD BE COMPROMISED, TOO. WE SHOULD WARN--
PRIORITIES, JACKSON. ONE THING AT A TIME. YOUR FRIEND *CAPTAIN WATANABE* CAN WAIT.
HOLD ON. YOU KNOW SHE'S REALLY--
I KNOW MANY THINGS. BUT MOST OF ALL, I KNOW THE GOBLIN MUST BE FOUND AND *STOPPED.* AS FAR AS I'M CONCERNED...


"...THE NEEDS OF YURI WATANABE ARE A DISTANT SECOND."
INDUSTRIES
I WANT TO KNOW EXACTLY WHERE PETER PARKER IS-- *RIGHT NOW.*
AND I ASSURE YOU, CAPTAIN...
PI PARKER INDUSTRIES


...AS HIS BUSINESS PARTNER, I COULDN'T AGREE MORE.
THIS ISN'T A JOKE, MS. JAFFREY. PETER PARKER IS MY NUMBER ONE PERSON OF INTEREST...
...IN THE CASE OF A *MISSING* POLICE OFFICER.


I FIND IT HARD TO BELIEVE THAT THE OWNER OF A NEW START-UP COMPANY COULD GO *DAYS* WITHOUT CONTACTING *ANY* OF YOU.
TELL ME ABOUT IT.
BELIEVE ME, CAPTAIN, WHATEVER BACKROOM INTERROGATION GAMES YOU'VE GOT PLANNED FOR PARKER...
...ARE *NOTHING* COMPARED TO WHAT I'M GOING TO DO WHEN I GET MY HANDS ON HIM.


NICE TRY, MS. JAFFREY. BUT I'M NOT BUYING ANY OF IT.
YOU CAN EXPECT TO SEE OFFICERS CAMPED OUT HERE UNTIL THAT MAN DECIDES TO SHOW HIS FACE. THIS ISN'T OVER...


"...I *WILL* FIND HIM. NO MATTER *WHAT* ROCK HE'S HIDING UNDER."
SIGNAL'S HOLDING. AND STRONG. NO MATTER HOW FAR UNDER THE CITY IT'S LEADING ME.
ACCORDING TO MY FILES...
...THESE TUNNELS WERE FOR A SCRAPPED AND ABANDONED SUBWAY LINE THAT--
CORRECTION. A FULLY FUNCTIONING LINE.

RUNNING IN SECRET UNDER THE ENTIRE CITY.
HOW ON EARTH DID YOU PULL THAT OFF, GOBLIN?
DRAWING POWER. AVOIDING OTHER TRAINS. ASTOUNDING!
WHICH EXPLAINS HOW YOUR MEN GET AROUND--AND OUT OF SIGHT--SO QUICKLY.
A CRIMINAL UNDERWORLD *LITERALLY* UNDERGROUND. I'D BE IMPRESSED IF I WASN'T SO--
SPIDER-SENSE?!
SPIDER-MAN. TOOK YOU LONG ENOUGH.
AND AFTER I SENT YOU THE WORLD'S *LARGEST* INVITATION.
LIGHTS!
AHH!
GOBLIN?! SHOW YOURSELF!
BIT SLOW TODAY, BUG-BRAIN?
THAT'S *EXACTLY* WHAT I'M DOING. YOU HEARD ME SAY *"LIGHTS,"* RIGHT?
THOUGHT YOU'D LIKE TO *SEE* EXACTLY WHAT YOU'RE UP AGAINST.
BRAVE TALK.
YEAH? WELL THAT'S JUST ME ALL OVER.

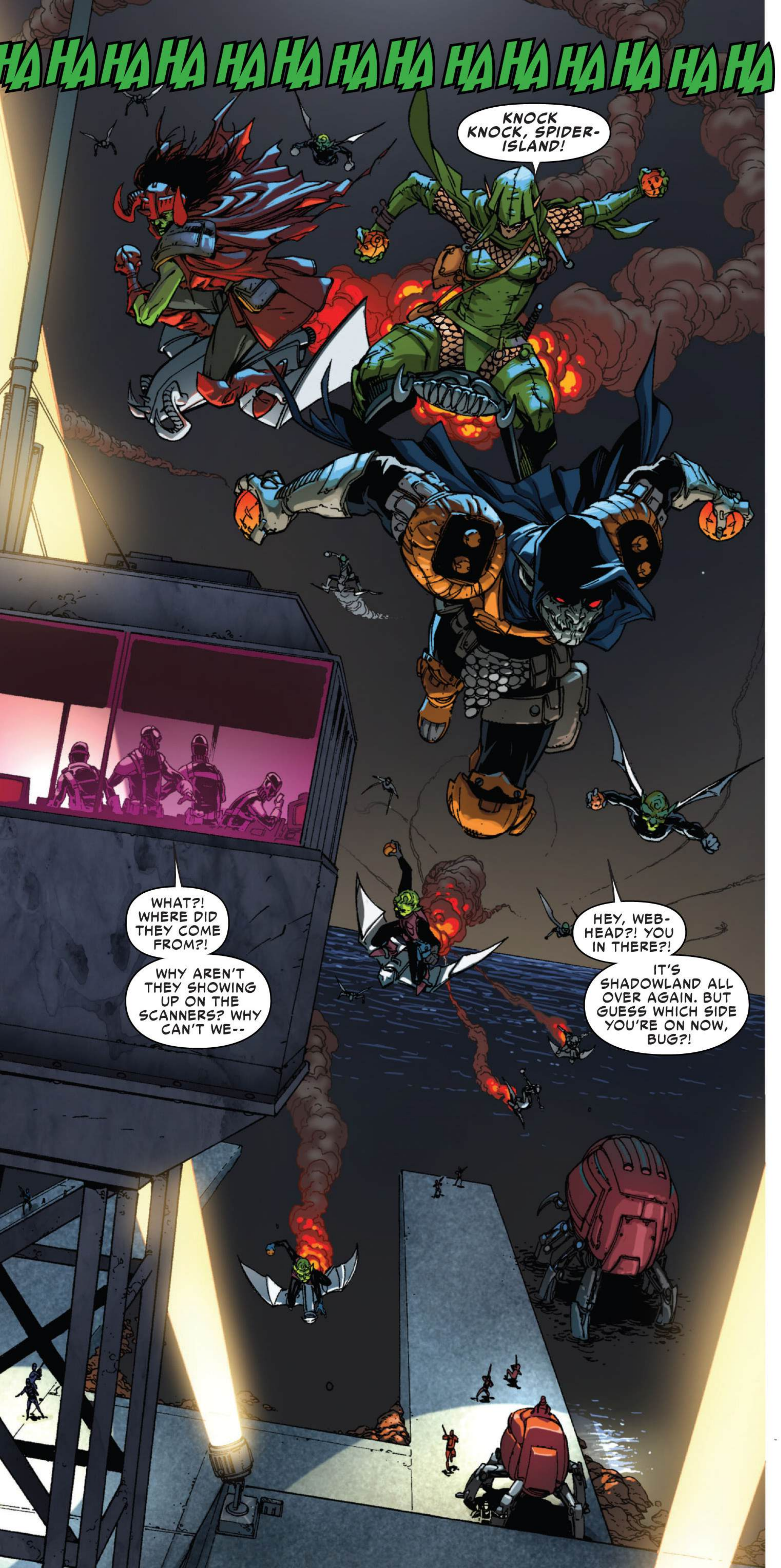
ME AND MY ARMY.
TEN OF HIS MEN IN MY EYE LINE. ELEVEN COUNTING THE GOBLIN.
BRINGING UP DATA ON ALL OF THEM. FORMULATING A PLAN.

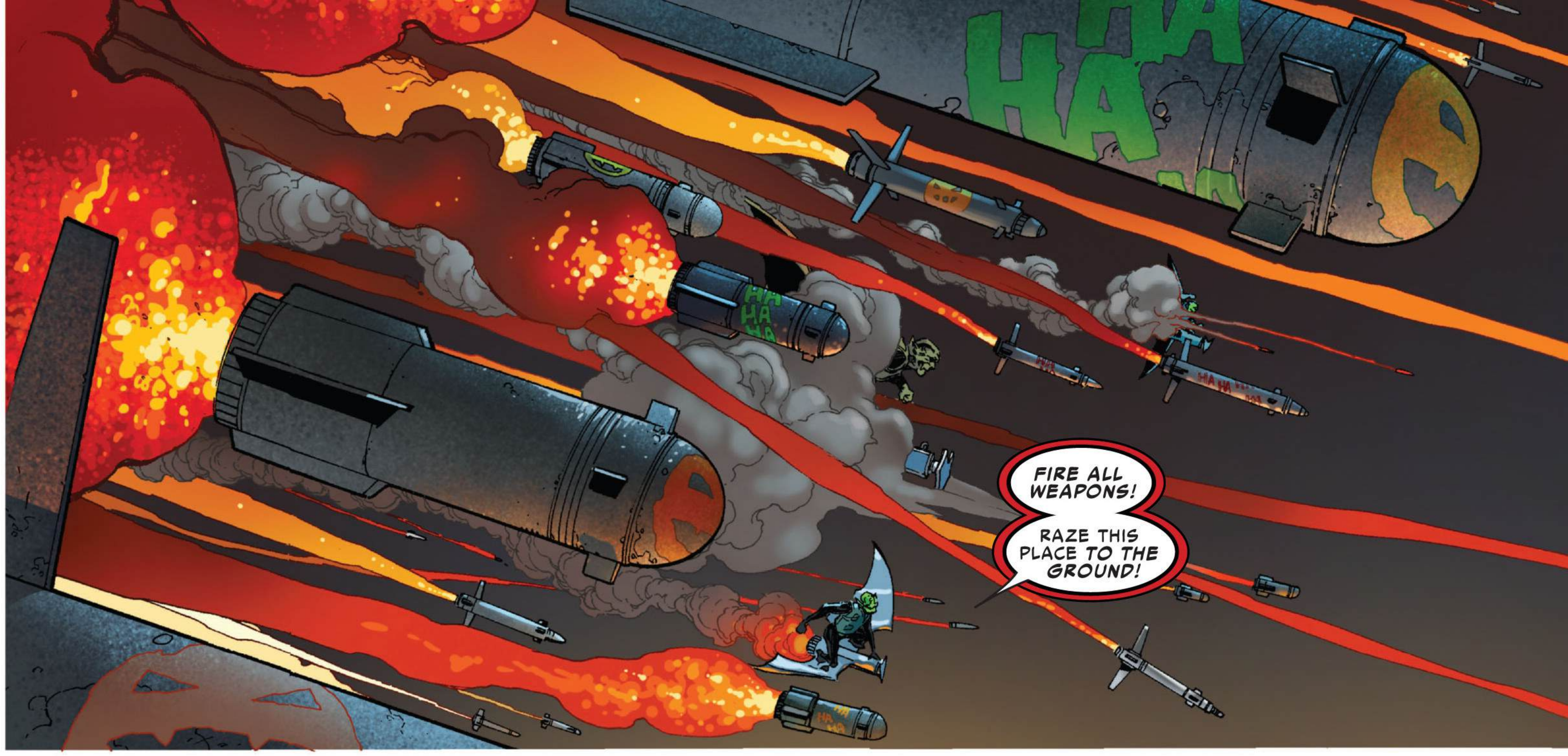
BOYS? IF YOU DON'T MIND. THE SPIDER AND I HAVE BUSINESS TO DISCUSS.
WHAT?! YOU'RE GIVING UP YOUR ADVANTAGE? WHY WOULD YOU--?
OH, THAT COSTUME PARADE? JUST A SIMPLE SHOW OF FORCE. SORRY.
SNAP
8
HOPE THAT HASN'T GOTTEN US OFF ON THE WRONG FOOT. PLEASE. HAVE A SEAT.
AFTER ALL, THIS IS A *WHOLE* NEW DYNAMIC FOR US.
WHAT DO YOU MEAN?
SPIDER-SENSE ISN'T READING *ANYTHING* FROM THE TABLE, CHAIR, OR ROOM...
...OR EVEN THE GOBLIN, BUT THEN AGAIN, GIVEN THE CIRCUMSTANCES, WHY WOULD IT?
JOURNAL
WELL, STRICTLY SPEAKING, GOING BY THE BOOK--
--*THIS* BOOK ACTUALLY--
--YOU AND I HAVE NEVER BEEN THE *WORST* OF ENEMIES. HAVE WE...
...OTTO?
HE KNOWS. DEAR LORD! BUT *HOW?!*

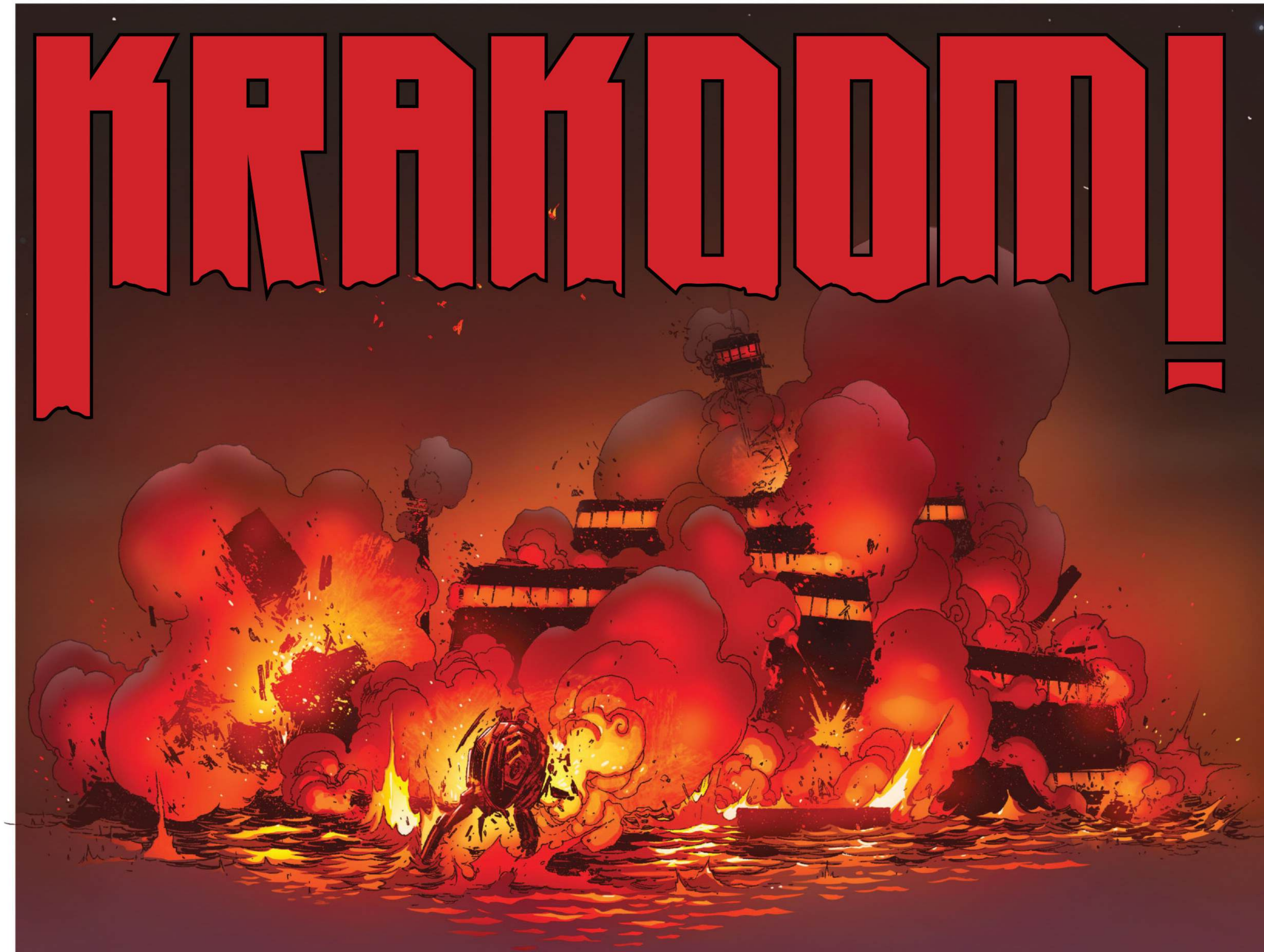
YES. I CAN SEE WHAT YOU'RE THINKING. IT'S BECAUSE OF THAT FRIEND OF YOURS. CARLIE COOPER.
WELL NOT *YOUR* FRIEND. THE *REAL* SPIDER-MAN'S FRIEND.
SHE FIGURED IT OUT. AND CONNECTED ALL THE DOTS. IN *THIS* LITTLE BOOK.
GOT TO HAND IT TO YOU, OCTAVIUS. I ALWAYS TRIED TO GET UNDER SPIDEY'S SKIN...BUT YOU ACTUALLY DID IT.
YOU *LITERALLY* GOT INTO HIS WEBBED-HEAD. GOOD FOR YOU.
NOTHING? I DON'T USUALLY GIVE OUT COMPLIMENTS.
FINE.
HERE IT IS. OVER THE YEARS, WE'VE *BOTH* MADE PLAYS AT CRIMINAL EMPIRES. WHY?
BECAUSE WE UNDERSTAND THAT IT'S THE LAWLESS--
--ALL THOSE WHO *BREAK* THE RULES, WHO SHAPE THE WORLD.
AND AS MEN OF RARE INTELLECT, WE *KNOW* WE CAN'T LEAVE THAT PRIVILEGE TO REGULAR BRUTES AND THUGS.
ONLY THE BEST AND THE BRIGHTEST WILL DO.
WHICH IS WHY I AM OFFERING YOU A PARTNERSHIP.
TOGETHER *WE* COULD RULE NEW YORK. THE GOBLIN...
...AND HIS SECOND.
"SECOND?!"

JOURNAL
NEVER! YOU UNDERESTIMATE ME, OSBORN!
I WAS DOCTOR OCTOPUS. NOW I AM SOMETHING FAR GREATER!
SKRUNKCH
I AM SPIDER-MAN!
I WILL FREE MY CITY FROM YOUR GRIP! AND THIS SHALL BE MY FINEST HOUR!
HA HA HA HA
MORE LIKE YOUR FINAL SECONDS!
DIE, FOOL!
AND LET THERE BE AN END TO THIS-- ONCE AND FOR ALL!
ZZZAK

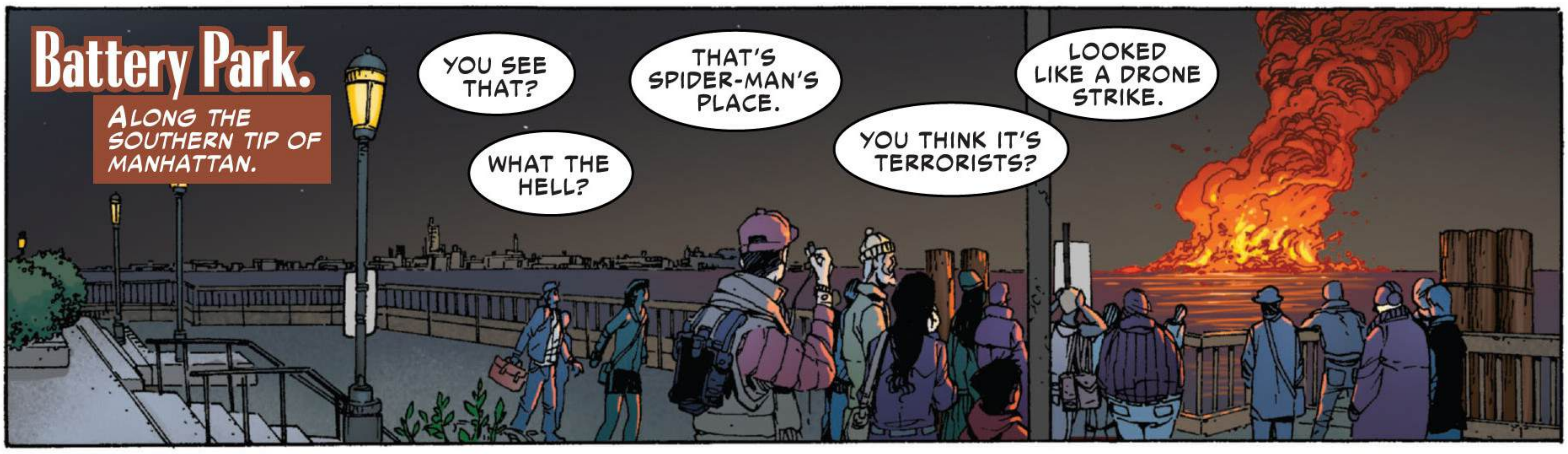
SORRY. YOU WERE SAYING?
WHAT?! BUT HOW--?
HOLOGRAM, YOU POINTY-EARED IMBECILE. PLEASE...
Spider-Island.
...DID YOU REALLY THINK I'D MARCH INTO YOUR SECRET LAIR ALONE?
UNPREPARED? AND WITH NO RE-ENFORCEMENTS?
WHIRR--KLIKK--IK. HOLOGRAPHIC INTERFACE HOLDING.
SPIDER-MAN AVATAR STILL ONLINE.
DON'T LET MY NEW YOUTHFUL APPEARANCE FOOL YOU, NORMAN.
I'VE BEEN AT THIS FOR ***YEARS.*** LONGER THAN ***YOU.***
BUT APPARENTLY NOT LONG ENOUGH TO KNOW...
...WHY THEY'RE CALLED ***"SECRET"*** LAIRS.
BEGIN THE ASSAULT.

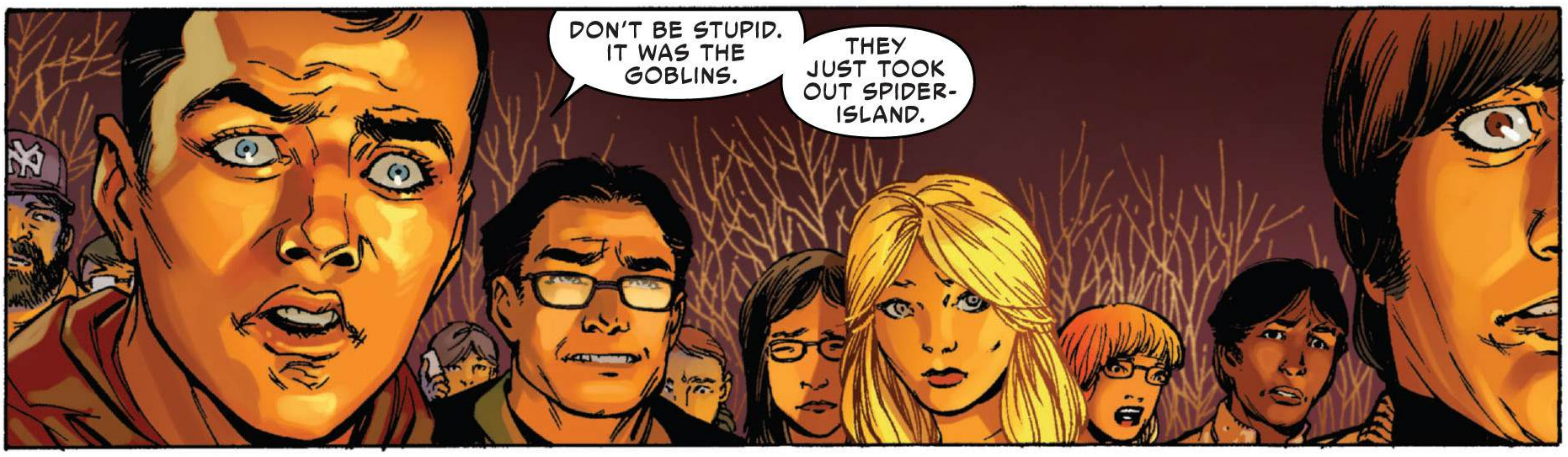

HAHAHAHA HAHA HAHA HAHA HAHA HAHA
KNOCK KNOCK, SPIDER-ISLAND!
WHAT?! WHERE DID THEY COME FROM?!
WHY AREN'T THEY SHOWING UP ON THE SCANNERS? WHY CAN'T WE--
HEY, WEB-HEAD?! YOU IN THERE?!
IT'S SHADOWLAND ALL OVER AGAIN. BUT GUESS WHICH SIDE YOU'RE ON NOW, BUG?!

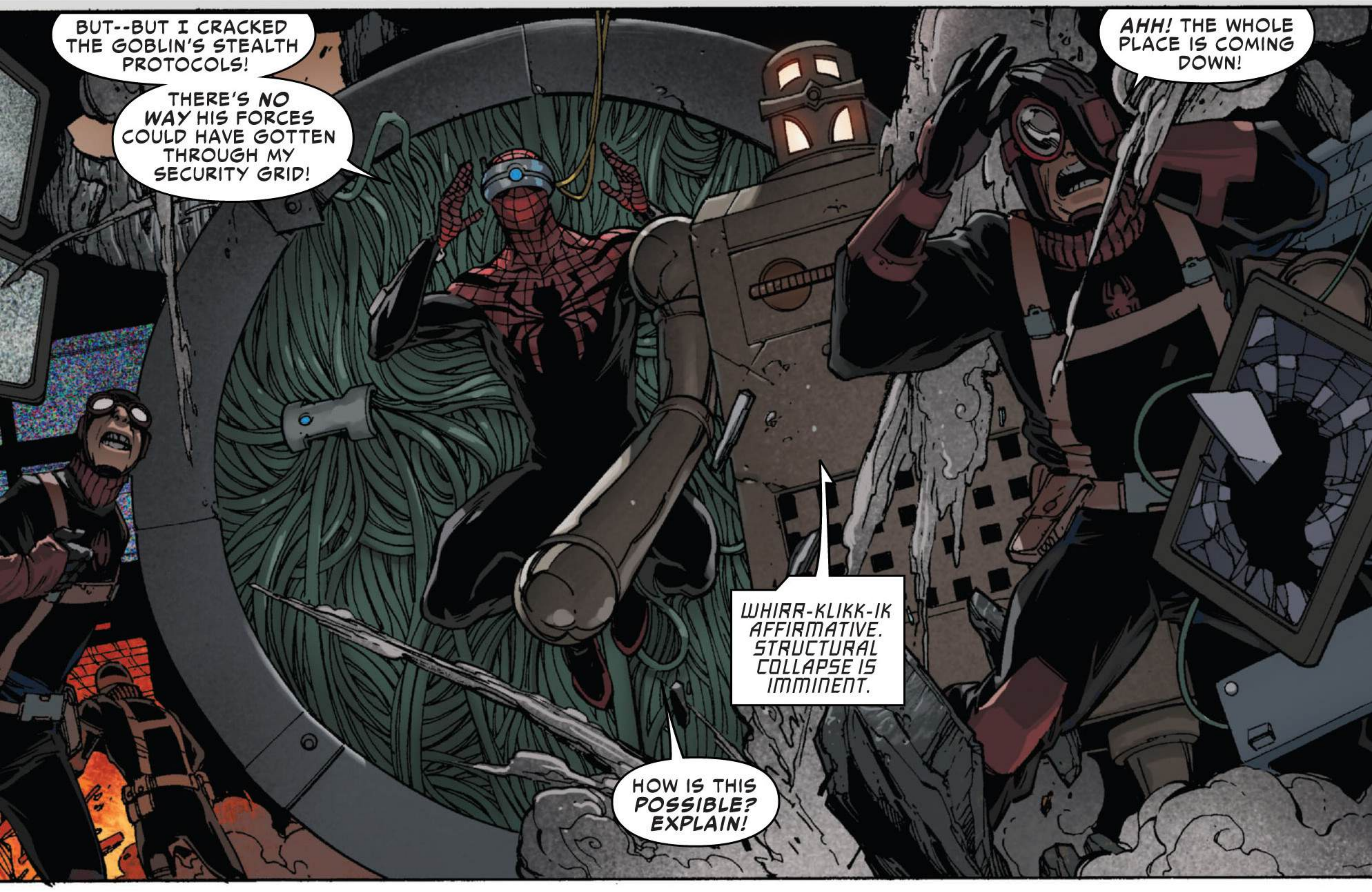

HA HA HA
HA HA HA
FIRE ALL WEAPONS!
RAZE THIS PLACE TO THE GROUND!

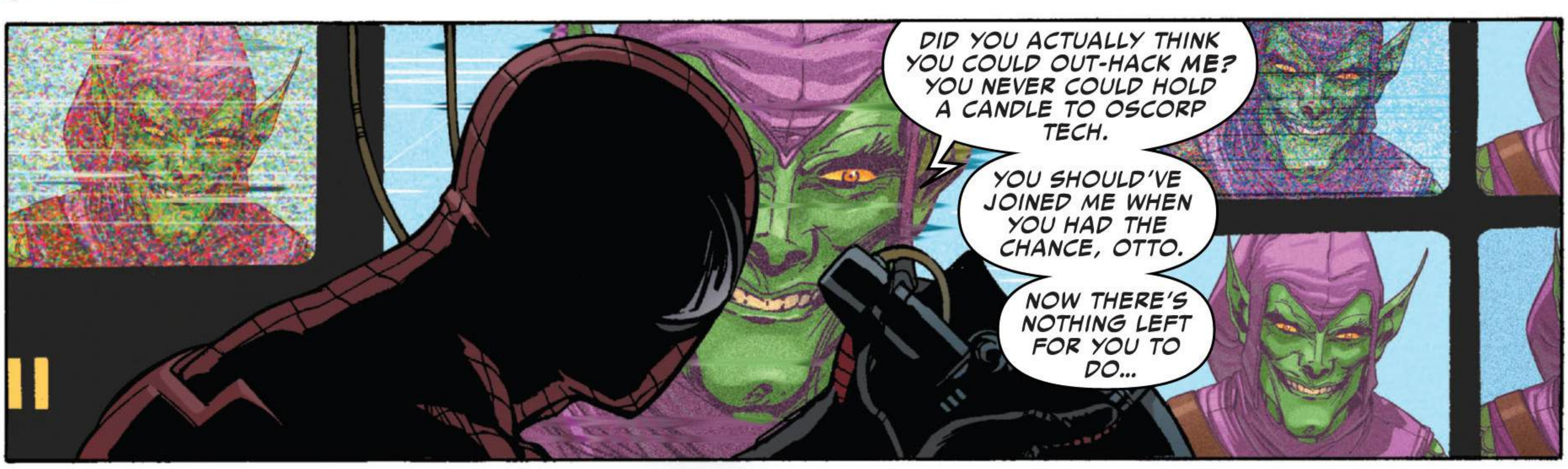

KRAKOOM!

SUPERIOR *Spider-Man #28* “GOBLIN NATION PART TWO: THE FALL OF SPIDER-ISLAND”


Battery Park.
Along the southern tip of Manhattan.
YOU SEE THAT?
WHAT THE HELL?
THAT'S SPIDER-MAN'S PLACE.
YOU THINK IT'S TERRORISTS?
LOOKED LIKE A DRONE STRIKE.


DON'T BE STUPID. IT WAS THE GOBLINS.
THEY JUST TOOK OUT SPIDER-ISLAND.


BUT--BUT I CRACKED THE GOBLIN'S STEALTH PROTOCOLS!
THERE'S NO WAY HIS FORCES COULD HAVE GOTTEN THROUGH MY SECURITY GRID!
AHH! THE WHOLE PLACE IS COMING DOWN!
WHIRR-KLIKK-IK AFFIRMATIVE. STRUCTURAL COLLAPSE IS IMMINENT.
HOW IS THIS POSSIBLE? EXPLAIN!


DID YOU ACTUALLY THINK YOU COULD OUT-HACK ME? YOU NEVER COULD HOLD A CANDLE TO OSCORP TECH.
YOU SHOULD'VE JOINED ME WHEN YOU HAD THE CHANCE, OTTO.
NOW THERE'S NOTHING LEFT FOR YOU TO DO...

...BUT DIE!
HA HA HA
ATTACK, MY DARLINGS! BURN THE SPIDER'S NEST TO THE GROUND!
YOU HEARD YOUR LORD AND MASTER! EXTERMINATE THE BUGS!
YES! SQUASH 'EM BEFORE THEY CAN SCURRY AWAY!
UNGH!
ARHH!
BOSS?! THERE'S TOO MANY OF THEM! WE'RE GETTING SLAUGHTERED UP HERE!
WHAT ARE YOUR ORDERS?! COME IN!

I--I DON'T KNOW.
SHOULD WE ABANDON BASE?
GIVE ME A SECOND.
WHIRR-KLIKK-IK. REQUESTING INPUT.
QUIET! ALL OF YOU! I'M TRYING TO THINK!
C'MON, BOSS! SNAP OUT OF IT! WE DON'T HAVE TIME TO--
BRAM
GYARH!
STATUS. DID THIS UNIT PROVIDE SUFFICIENT SHIELDING?
YES, ROBOT. WELL DONE.
BUT THAT SPIDERLING?
SCANNING. WHIRR-KLIKK-IK.
LIFE SIGNS TERMINATED.
NOT #23. HE WAS MY FAVORITE.

YES. A STRATEGIC RETREAT IS CALLED FOR.
MEN, LISTEN UP. KEEP AT IT. HOLD BACK THE ENEMY AT ALL COST. THOSE ARE YOUR STANDING ORDERS.
BURN IT DOWN, BUTCHER HIS MEN, BUT REMEMBER...
...*SPIDER-MAN IS THE PRIZE!*
CAPTURING HIM IS ALL THAT-- **LOOK!**
THERE HE GOES! AFTER HIM!
WE'VE BEEN SPOTTED! FASTER, MY AUTOMATON!
GO! GO! GO!
WHIRR-KLIKK-IK. SPEED WILL INCREASE IF YOU JETTISON BALLAST.
NEVER! THIS EQUIPMENT IS INVALUABLE. ENSURING ITS SAFETY IS A TOP PRIORITY.
AH! I HAVE IT. SET A COURSE FOR PIER 64.
ALERT. HOSTILES ARE WITHIN RANGE. -KLIKK-IK.
FINE! THEN GO WHERE THEY CAN'T FOLLOW. ***SUBMERGE, ROBOT!***
AFFIRMATIVE.
I'M IN TOO DEEP...

I DIDN'T WANT DOC OCK TO KNOW I WAS BACK...
...THAT PETER PARKER WAS WALKING AROUND IN OUR SHARED PSYCHE...
...SO I TRIED HIDING INSIDE HIS MEMORIES.
MY PRECIOUS BOY. MY LITTLE OTTO. I'M NEVER GONNA LET YOU GO. NEVER EVER.
BUT IT BACKFIRED. NOW I'M STUCK. LIVING OUT HIS ENTIRE LIFE.
TRAPPED IN A CHILDHOOD OF SUFFOCATING LOVE...
...AND BRUTAL, UNRELENTING RAGE.
THINK YOU'RE SO MUCH BETTER THAN YOUR OLD MAN? THAT YOU'RE SO SMART!
I'LL TEACH YOU TO RESPECT ME!
OTTO'S STUFF
HOW TO BUILD A MINI PLANE
PLANETS
NEW WORLDS
HAVE TO REMIND MYSELF, THESE ARE NOT MY PARENTS. I WAS RAISED BETTER THAN THIS.
I AM NOT OTTO OCTAVIUS. I AM PETER PARKER!
BUT THE LINES KEEP BLURRING. WE'RE SO ALIKE IN SO MANY WAYS...
...ESCAPING INTO SCIENCE AND STUDIES.
ENDURING BULLIES IN SCHOOL...
THINK FAST, LOSER!
ROMEO
THE CONSTANT BEATINGS AT HOME-- NO! THAT'S NOT RIGHT!
OTTO! WHAT ARE YOU DOING? GIRLS? AT YOUR AGE?
YOU'RE JUST A BABY. I WON'T HEAR OF IT.
THE CONSTANT SMOTHERING--STOP IT! THAT NEVER HAPPENED TO ME!
NO MATTER WHAT, IF I'M GOING TO SURVIVE IN HERE, I HAVE TO HOLD ON TO ONE THOUGHT!
I HAVE TO REMEMBER...I AM NOT OTTO OCTAVIUS!
I AM PETER PARKER!

Spider-Island.
OR WHAT LITTLE REMAINS OF IT.
HE APPROACHES.
ALL KNEEL BEFORE THE GOBLIN KING.
AWW. MY PERFECT SOLDIERS. ALL IN A ROW. HOW PRECIOUS.
GOOD WORK TODAY, POPPETS. GOLD STARS ALL AROUND.
AND LOOK WHAT YOU'VE GIVEN ME. AN EMPIRE IN RUINS.
HAPPENED TO ME ONCE. NEVER AGAIN.
SO TELL ME. ANY LOOSE ENDS? DANGLING THREADS? AND BY THAT I MEAN...
...THE WEB-SPINNER. WHERE IS HE? SPEAK.
HE...GOT AWAY. HE'S GONE TO GROUND.
OF *COURSE* HE HAS. DOESN'T MATTER.
I KNOW HIS *EVERY* WEAKNESS. ALL THE WAYS TO DRAW HIM OUT.
GO, MY GOBLIN NATION. YOU HAVE YOUR TARGETS.
LET THE SPIDER KNOW, UNTIL I SEE HIS LITTLE WEBBED HEAD AGAIN, ***NO ONE IS SAFE.***

Midtown Manhattan.
ALCHEMAX TOWER.
EVERYONE, REMAIN CALM. THERE'S NOTHING TO FEAR.
NOT WHILE I'M IN CHARGE!
MAYOR JAMESON!
WHAT ABOUT THESE GOBLIN ATTACKS?
ANY COMMENT ON THE EXPLOSION ON SPIDER-ISLAND?
MAYOR JAMESON! OVER HERE!
JONAH! ARE YOU READY TO DECLARE A STATE OF EMERGENCY?
ALCHEMAX
PRESS
UNDER MY ADMINISTRATION, NEW YORK'S HELD OFF GIANT MUTANT SPIDERS...
...MAD SCIENTISTS, ALIENS, NINJAS, AND WHATEVER COCKAMAMIE THINGS YOU CAN THINK OF!
AND TODAY IS *NO DIFFERENT.*
THAT'S WHY I'VE CALLED YOU ALL HERE. TO PUT YOUR MINDS AT EASE.
THANKS TO MY QUICK THINKING AND A NEW CITY CONTRACT WITH THESE FINE PEOPLE AT *ALCHEMAX*...
...THE NYPD'S ANTI-SPIDER PATROL HAS BEEN UPGRADED...
...INTO A FLEET OF *GOBLIN SLAYERS!*
THREAT OR MENACE--THE GOBLIN GANG IS AS GOOD AS GONE!
COURTESY OF MAYOR J. JONAH JAMESON!
"OH MY GOD, OLLIE, HE'S OUT OF HIS MIND."

Brooklyn.
MARY JANE WATSON'S APARTMENT.
I DON'T FOLLOW, MJ. WHAT'S THE BIG DEAL?
I KNOW GUYS ON THE FORCE. THEY COULD *USE* BACKUP LIKE THAT WHEN DEALING WITH THESE GOBLIN GANGS.
WELL, FOR STARTERS WHATEVER JAMESON'S CALLING 'EM, THOSE ARE *SPIDER-SLAYERS.*
TRUST ME. I'VE SEEN THIS BEFORE.
AND WHY'S HE BEEN HIDING THEM? WHY NOT BRING 'EM OUT SOONER? THOSE GOBLINS HAVE BEEN RUNNING AROUND EVERYWHERE--
KRESHHH
AHHH!
THERE SHE IS, GULLY!
GET HER! FOR THE GOBLIN KING!
MJ! LOOK OUT!
RUN! I GOT THIS!
THESE THINGS? *AGAIN?!*
FIRST THEY THROW ME OFF A ROOF! THEN THEY BOMB MY CLUB!
WELL *THIS* TIME, I AM *ARMED* AND READY FOR 'EM!
WHAT?! MJ, THESE LITTLE GUYS MIGHT BE GOBLINS--
FULL-ON GOBLINS, BRO!
--BUT THEY'RE JUST *KIDS* FOR GOD'S SAKE. WHAT'RE YOU GOING TO DO TO--?

THWIP! THWIP!
I'M PUTTING THEM IN THE CORNER.
BOYS, YOU JUST GOT SPANKED. *MARY JANE WATSON STYLE.*
GIFT FROM THE EX. HE BUILDS TECH FOR SPIDER-MAN. *HE'S* SPIDEY'S FRIEND. THAT'S WHY THEY'RE AFTER *ME.*
HUH?
IT'S THE ONLY WAY TO *GET* TO SPIDER-MAN. FRIEND OF A FRIEND.
LIKE SIX DEGREES OF KEVIN BACON.
WAIT! HOW'D YOU--? WHERE DID YOU GET--?
MJ! THIS *ISN'T* A GAME!
YES IT IS. TO THE GOBLIN. LIKE I SAID, I'VE SEEN IT BEFORE.
SO I KNOW HOW IT'S PLAYED. Y'KNOW WHAT THAT MAKES ME IN ALL OF THIS?
WHAT?
THE WILD CARD.

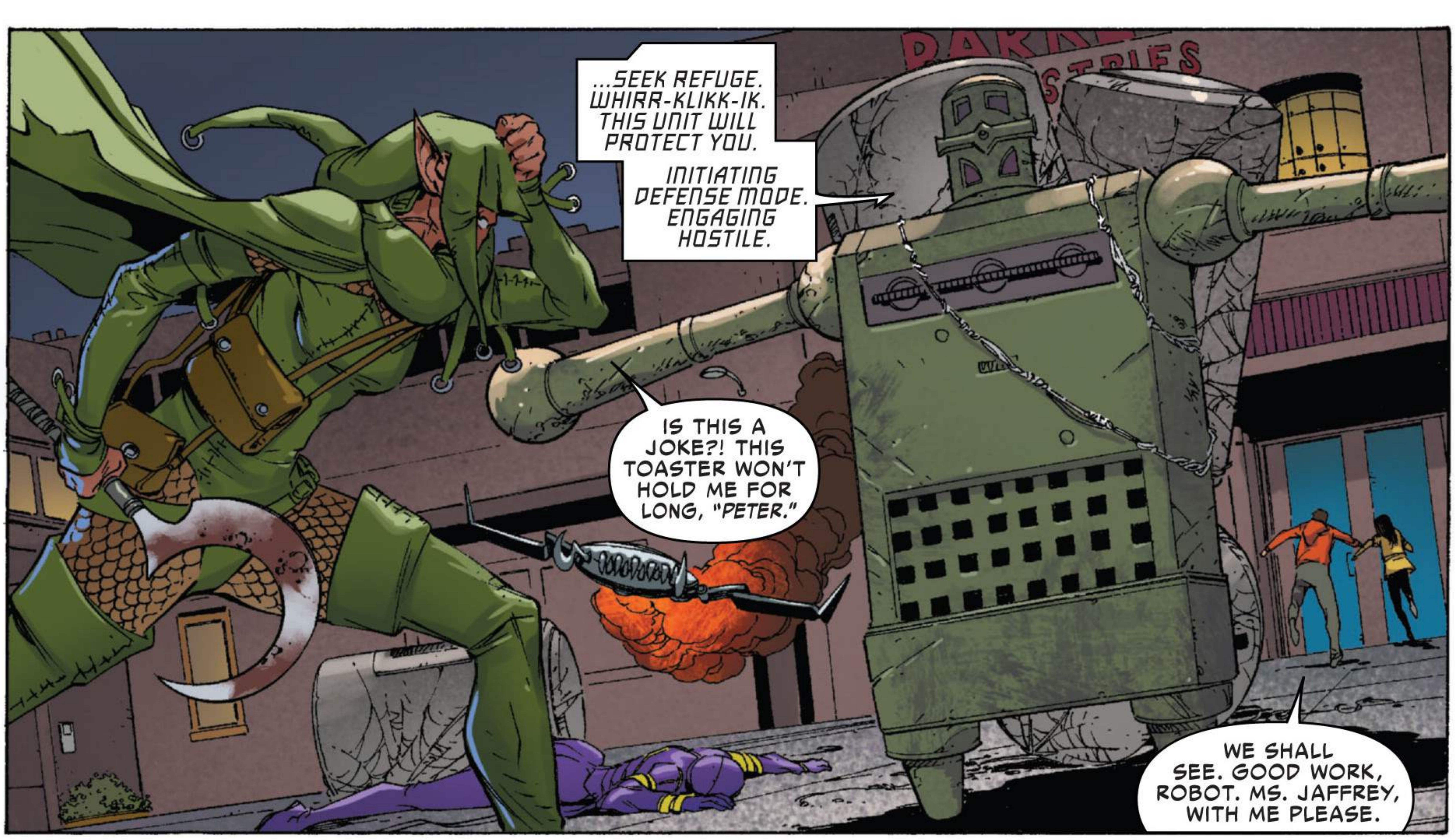
Parker Industries.
PIER 64, ALONG THE HUDSON.
PARKER INDUSTRIES
PARKER!
WHERE HAVE YOU BEEN?! YOU'VE BEEN MISSING FOR A WHOLE MONTH!
FROM YOUR OWN COMPANY! AND YOU LEFT ME HOLDING THE BAG!
ESU
AND I'M SURE YOU DID AN ADEQUATE JOB, MS. JAFFREY. BUT NOW IF YOU'LL EXCUSE ME, I HAVE TO--
NO! YOU DON'T DO THIS! YOU DON'T SHOW UP, OUT OF NOWHERE, WITH YOUR ROBOT BUTLER--
GREETINGS. WHIRR-KLIKK.
WAIT. HE'S WEBBED UP WITH--IS THAT SPIDER-MAN'S EQUIPMENT?!
YES. YOU'RE VERY OBSERVANT. IT IS.
GOBLINS ARE ATTACKING ALL OVER THE CITY, AND YOU BRING SPIDER-MAN TECH HERE?!
SPIDER-MAN ASKED ME TO--
TO OUR PLACE OF BUSINESS?!
TONE, MS. JAFFREY. I WILL NOT BE SPOKEN TO IN THAT WAY.
WE'RE ALSO BEING STAKED OUT BY THE COPS. BECAUSE OF YOU.
ME? WHAT FOR?
THE DISAPPEARANCE OF YOUR EX-GIRLFIREND! OFFICER CARLIE COOPER!
CARLIE? THAT'S NOT GOOD AT ALL. SHE... KNOWS THINGS.
YEAH. THAT DOESN'T SOUND AT ALL SUSPICIOUS.
AGREED! THAT'S WHY YOU AND I NEED TO TALK, MR. PARKER!
UGH. NOT NOW.
WHO THE HELL'S THIS?!

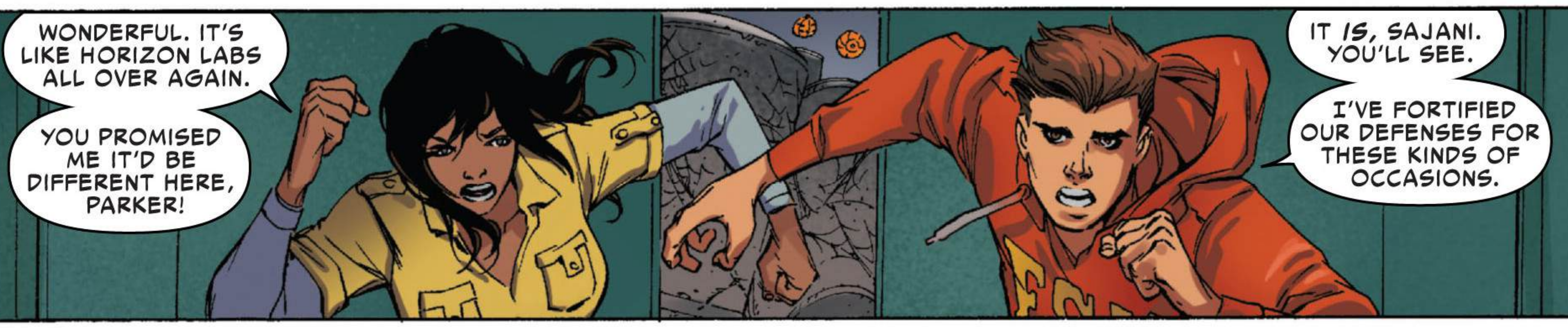
THE WRAITH, URBAN VIGILANTE AND SECRETLY POLICE CAPTAIN YURI WATANABE.
ONE OF CARLIE'S ASSOCIATES...
HSSSS!
I DO NOT HAVE TIME FOR THIS.
...WHO PRETENDS AT BEING A GHOST.
WHAT HAVE YOU DONE WITH HER, PARKER?!
ABSOLUTELY NOTHING, YOU CLOD.
IT'S ALL PARLOR TRICKS, THOUGH. STOLEN MYSTERIO TECH AND FEAR GAS. BETTER NOT BREATHE IN TOO MUCH.
CONFESS!
TO WHAT? EVERYTHING I'VE JUST SAID IS TRUE. ARE WE DONE NOW?
HER MASK HAS THE SAME FACIAL RECOGNITION SOFTWARE AND SENSORS AS MY SPIDER-BOTS. THEY'RE TELLING HER I AM PARKER. AND THAT I AM TELLING THE TRUTH.
THERE HAS TO BE MORE! THAT CAN'T BE ALL--
BACK OFF...
...PARKER IS MINE!
WHAT? WHO SAID THAT?!
ONE OF THE GOBLINS FROM THE SPIDER-ISLAND ATTACK! HMM. THIS COULD WORK IN MY FAVOR.
LET THE TWO OF THEM DEAL WITH EACH OTHER FOR A WHILE.

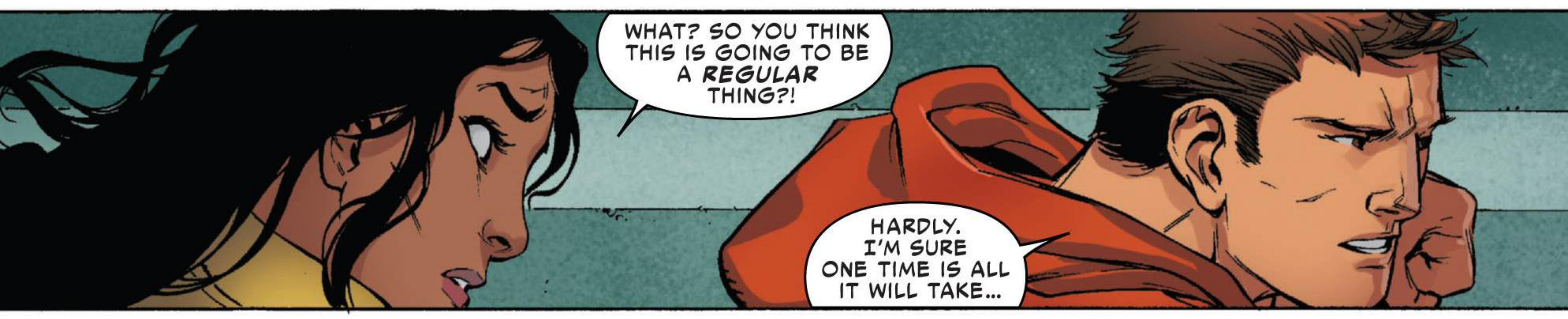
WHO'S THERE?! *SHOW YOURSEL--*
UNHH!
FWAP
TAKE A NAP, TASSELS. THIS IS BETWEEN ME...
SO IT APPEARS UATU'S CONCERNS ABOUT THE WRAITH'S LENSES ***WERE*** JUSTIFIED.
...AND "DR. PARKER" OVER THERE.
THEY'RE BEING AFFECTED BY THE GOBLIN PROTOCOLS AS WELL. AND BLOCKING ALL GOBLINS FROM VIEW.
FASCINATING. I KNOW WHY YOU'RE HERE.
ESU
YOU THINK SINCE I BUILD SPIDER-MAN'S TECH, I KNOW WHERE TO FIND HIM. I DON'T.
REALLY? AND WHY DO I THINK YOU'RE LYING?
I ASSURE YOU, MISS... SORRY, AND YOU ARE?
THEY CALL ME *MONSTER*...
BUT YOU PROBABLY KNOW ME BY A *BETTER* NAME.
CARLIE?!
THAT MEANS THE GOBLIN ***KNOWS!***

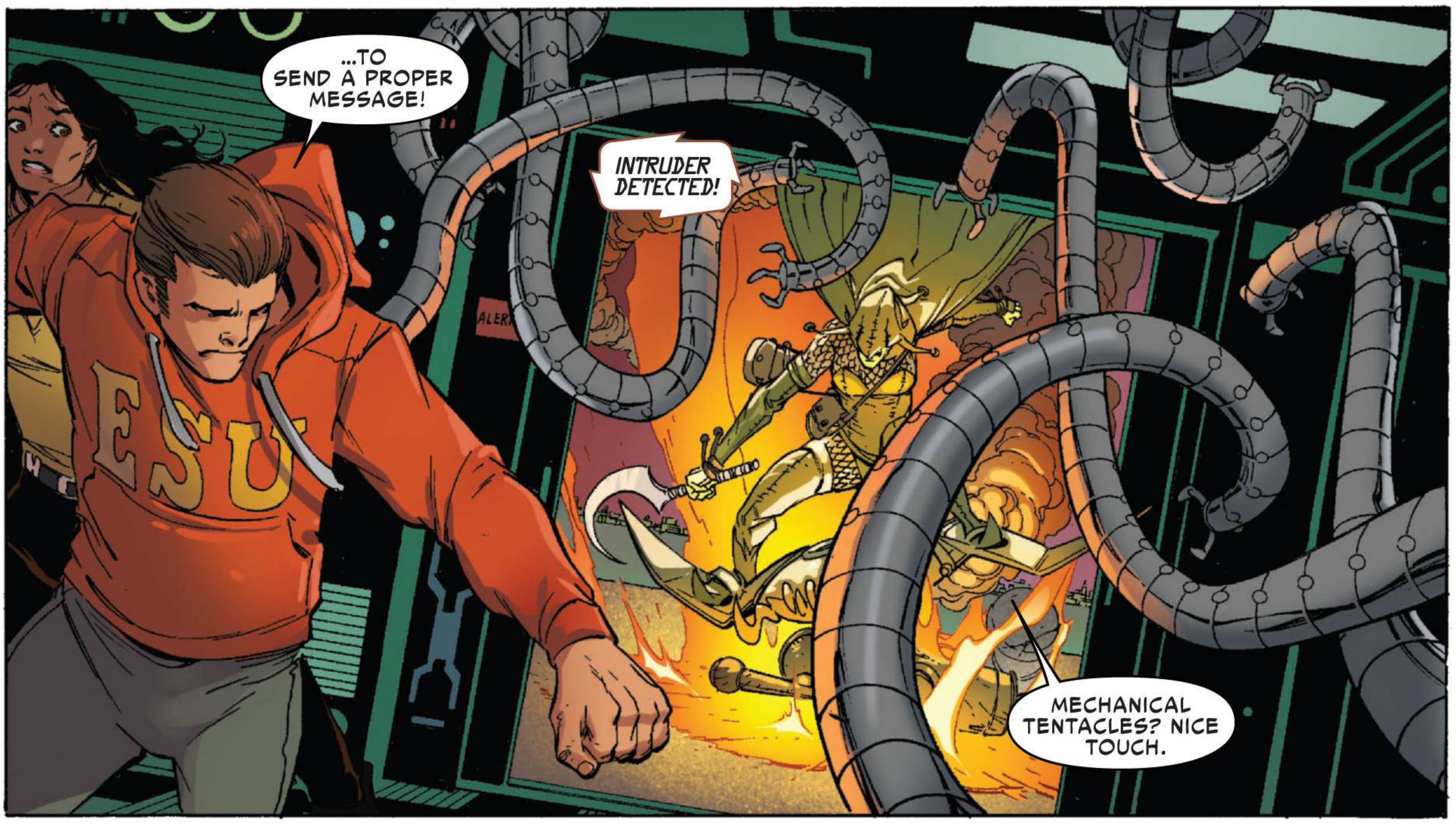
"HE KNOWS *EVERYTHING!*"
KERAK
MAY PARKER-JAMESON! JAY JAMESON!
YOU'VE BEEN SUMMONED! YOU HAVE AN AUDIENCE WITH THE GOBLIN...
...KING?
WHAT'S GOING ON? WHERE ARE THEY?
CHECK EVERY ROOM. GOTTA BE HERE SOMEWHERE...
YES, AUNT ANNA. MAY AND JAY ARE FINE.
THEY'RE WITH US.
NO. NOT ME AND PETER. ME AND OLLIE. WHAT? HE'S NEW. I DON'T KNOW IF IT'S SERIOUS.
THIS IS *NOT* A GOOD TIME. JUST FOLLOW THE DRILL. LIKE WE PRACTICED.
OH MY! PETER!
JUST GO TO THE AIRPORT. FIRST FLIGHT OUT OF TOWN. CALL ME WHEN YOU LAND.
YOU SURE ABOUT THIS?
YES. THE GOBLIN WANTS TO PLAY A GAME, LET'S SEE HIM TRY IT--AFTER WE'VE TAKEN ALL THE PIECES OFF THE BOARD.
MARY JANE, WHAT ABOUT PETER?
AND JONAH?
JONAH'S THE MAYOR, HE'LL BE PROTECTED. AND PETER...?
TRUST ME, HE'S SOMEWHERE SAFE.
I-I'VE NEVER FELT SO SAFE...

...AND AT PEACE. I'M STANDING OVER THE GRAVE OF THE MAN WHO RAISED ME. AND I FEEL...
A SENSE OF RELIEF? NO! I SHOULD FEEL *GUILT!*
I DIDN'T STOP THAT BURGLAR AND MY UNCLE DIED BECAUSE OF--
TORBERT OCTAVIUS R.I.P.
UNCLE? TORBERT OCTAVIUS WAS MY FATHER. AND THERE WAS *NOTHING* I COULD DO TO STOP HIM.
I REMEMBER EVERY TIME HE STRUCK ME! EVERY STINGING BLOW! EVERY--
NO! THAT WASN'T ME! I'M *NOT* OTTO OCTAVIUS. *I'M PETER PARKER!*
I'M...TRAPPED! STUCK INSIDE OTTO'S LIFE. GOING FASTER NOW.
RACING THROUGH COLLEGE. FREE OF MY--*HIS* FATHER, I EXCEL LIKE NEVER BEFORE...
...BUT THERE ARE STILL TORMENTORS ALL AROUND. LESSER MINDS, INTIMIDATED BY MY GENIUS!
OCTAVIUS
CYBERNETICS
AND WHEN I CREATE THE ARMS, IT GETS WORSE. I HEAR THE NAMES THEY START CALLING ME...
WELL, *LET* THEM. I DON'T CARE. FOR WITH THESE ARMS I SHALL DO GREAT THINGS!
THEY'LL SEE! THEN THEY'LL BE SORRY THEY EVER LAUGHED AT--ME?
WAIT...SNAP OUT OF IT, PETE. THIS ISN'T YOU! YOU'RE NOT--
OH, GOD! THE ACCIDENT!
METAL BURNING INTO MY FLESH! FUSING TO MY BODY!
THE PAIN WORSE THAN ANYTHING I'VE EVER IMAGINED!
HOLD ON! I CAN GET THROUGH THIS! I CAN--
HA! I'LL DO MORE THAN SURVIVE! I SHALL TRIUMPH OVER THIS! I SHALL EMERGE *VICTORIOUS!*
STOP IT! *REMEMBER!*
ALWAYS REMEMBER! I AM *NOT* OTTO OCTAVIUS! I AM...
I AM...
...DOCTOR OCTOPUS!
"RUN, DOCTOR..."


...SEEK REFUGE. WHIRR-KLIKK-IK. THIS UNIT WILL PROTECT YOU.
INITIATING DEFENSE MODE. ENGAGING HOSTILE.
IS THIS A JOKE?! THIS TOASTER WON'T HOLD ME FOR LONG, "PETER."
WE SHALL SEE. GOOD WORK, ROBOT. MS. JAFFREY, WITH ME PLEASE.


WONDERFUL. IT'S LIKE HORIZON LABS ALL OVER AGAIN.
YOU PROMISED ME IT'D BE DIFFERENT HERE, PARKER!
IT IS, SAJANI. YOU'LL SEE.
I'VE FORTIFIED OUR DEFENSES FOR THESE KINDS OF OCCASIONS.


WHAT? SO YOU THINK THIS IS GOING TO BE A REGULAR THING?!
HARDLY. I'M SURE ONE TIME IS ALL IT WILL TAKE...


...TO SEND A PROPER MESSAGE!
INTRUDER DETECTED!
ESU
MECHANICAL TENTACLES? NICE TOUCH.

TRUST ME, SWEETIE. I'M PREPARED FOR THIS ONE.
SHRAKK
THIS IS *ME*, REMEMBER?
AND I KNOW *ALL* YOUR SECRETS.
HA HA HA HA!
AND APPARENTLY YOU WANT TO BE A LITTLE CHATTY ABOUT THEM.
SAJANI! IN THERE! *NOW!*
PARKER?! WHAT ARE YOU--?
THAT WOMAN'S MY EX. SOMETHING TELLS ME, IF WE SPLIT UP...
...*I'M* THE ONE SHE'LL FOLLOW.
TOO TRUE, "PETEY."
YOU KNOW ME, ALL I EVER WANTED FROM YOU...
...WAS MORE ALONE TIME!
THIS IS A DISASTER!
TESTROOM

SO FAR IT'S JUST THE *ONE* GOBLIN. BUT THEY *ALL* KNOW...
...IF THE OTHERS COME, THEY'LL *LEVEL* THIS PLACE JUST LIKE THEY DID *SPIDER-ISLAND!*
FTAM!
UNFF!
P I
TEST ROOM
I BUILT PARKER INDUSTRIES TO BE MY *LEGACY!*
AND I'LL *KILL* EVERY LAST ONE OF THEM BEFORE I LET THEM DESTROY IT!
EVEN *YOU,* MS. COOPER.
IT WAS FOOLISH OF YOU TO COME ALONE!
STUPID WOMAN. YOU'VE LEFT ME NO OTHER CHOICE BUT TO--
UH-OH. YOU GOT ME.
LUCKY SHOT. RIGHT IN MY EARPIECE.
NOW OSBORN CAN'T LISTEN IN.
WHAT?!
SKTZZ
WHAT DO YOU THINK, OTTO? IT'S WHY I *CHOSE* YOU AS MY TARGET. I N-N-NEED YOU. ONLY YOUR BRAIN--
--OR PETER'S-- WHATEVER'S IN THAT SKULL! YOU'RE THE ONLY ONE WHO CAN FIX THIS. WHO CAN *FIX ME!*
HURRY! B-B-BEFORE I LOSE CONTROL AGAIN! YOU HAVE *NO IDEA* WHAT HE HAS PLANNED FOR YOU! FOR YOUR *WORLD!*

Empire State University.
I'M SORRY. WITH MORE REPORTS OF GOBLIN ATTACKS, WE'RE PLAYING IT SAFE...
...AND SHUTTING DOWN THE CAMPUS UNTIL FURTHER NOTICE.
WE ADVISE ALL OF YOU TO STAY INDOORS, AND AVOID ALL BRIDGES, TUNNELS, AND PUBLIC TRANSPORTATION.
DELI
ANNA MARIA MARCONI?
YES?
MARY JANE WATSON SENT ME.
SKRFF
WE'RE GATHERING UP EVERYONE WHO'S CLOSE TO PETER PARKER...
...AND GETTING THEM OUT OF THE CITY. AT LEAST UNTIL THIS ALL BLOWS OVER.
SORRY, AND YOU ARE?
LILY HOLLISTER. ONE OF PETER'S OLD FRIENDS.
DON'T WORRY. I'LL TAKE GOOD CARE OF YOU.
WAR
G. King
GREEN GOBLIN

SUPERIOR *Spider-Man #29* “GOBLIN NATION PART THREE: LEGS OUT FROM UNDER YOU”

The Goblin Underground.
--SEEMINGLY ENDLESS GOBLIN ARMY RAMPAGING THROUGH THE FIVE BOROUGHS--
BREAKING NEWS
--URGE PEOPLE TO STAY INDOORS AND OFF THE STREETS.
FIRES, EXPLOSIONS, GUNSHOTS...AUTHORITIES ARE RESPONDING AS BEST THEY CAN, BUT ALL TOO OFTEN ONE STEP BEHIND--
WE ARE LIVE ON THE SCENE OF THE LATEST GOBLIN ATTACK, AT TECH STARTUP PARKER INDUSTRIES.
SUCCESS, MY LORD! THIS SQUIRMING LITTLE BUNDLE IS PARKER'S GIRLFRIEND, ANNA MARIA--
MENACE, SHUSH. THIS IS JUST GETTING INTERESTING.
I'M WITH CO-CEO SAJANI JAFFREY. WHAT HAPPENED HERE?
A GOBLIN...SOME WOMAN CALLING HERSELF MONSTER... ATTACKED US! SAID IT WAS BECAUSE OF OUR TIES WITH SPIDER-MAN.
IT WAS HORRIBLE. SHE THREW BOMBS... OUR ROOF COLLAPSED ON HER AND MY COLLEAGUE, PETER PARKER. EMERGENCY SERVICES DON'T KNOW WHEN THEY CAN GET HERE.
I-I WANT TO BE HOPEFUL, BUT I DON'T SEE HOW ANYBODY COULD BE ALIVE IN THAT...
GOBLIN NATION?
NO! CARLIE'S TOUGH, SHE--SHE MIGHT'VE--
FEH. I'LL MAKE YOU A NEW SISTER. GOBLIN SERUM'S THICKER THAN BLOOD.
THE REAL TRAGEDY IS SUCH A BORING DEATH FOR SPIDER-MAN'S BEST FRIEND.
MMPH!
I'LL JUST HAVE TO FIND SOMEONE ELSE HE CARES ABOUT...

H.E.A.R.T.
24
THE AVENGERS ARE STRETCHED TO THEIR LIMITS...
...CAUGHT BETWEEN FIGHTING GOBLINS AND HELPING FIRST RESPONDERS SAVE LIVES.
EVEN OBSCURE VIGILANTES LIKE CARDIAC...THEY'RE ALL OUT THERE, AND IT'S NOT ENOUGH.
THE TIMING'S PERFECT, MAYOR JAMESON. YOUR SPIDER-SLAYERS COULD AID IN THE RESCUE EFFORT. BACK ME UP ON THIS, MS. ALLAN.
ABSOLUTELY, MR. STONE. I'D SIGN OFF ON THAT. THEY'RE FIELD READY. JUST NOT COMBAT READY.
BUT STILL, THIS COULD BE A PR WIN FOR BOTH MY PEOPLE AT ALCHEMAX AND THE MAYOR'S OFFICE.
NO! I HAD YOU BUILD THOSE THINGS TO TAKE DOWN SPIDER-MAN!
I KNOW HE'S PART OF THIS. AND WHEN HE SHOWS HIMSELF--
JONAH! ARE YOU SERIOUS? THE CITY'S UNDER ATTACK. PETER COULD BE DEAD...
...AND ALL YOU CARE ABOUT IS SOME OLD VENDETTA?!
GLORY--
NO. DON'T EVEN. I'M DONE, JONAH. WITH THIS ADMINISTRATION...
...AND WITH YOU! YOUR WIFE'S DYING WISH WAS FOR YOU TO LET GO OF YOUR HATE. IF YOU WON'T DO IT FOR HER...
...YOU NEVER WILL.

Outside Mystic, Connecticut.
OH, GOD, I CAN'T GET THROUGH TO PETER! THE NEWS MADE IT SOUND LIKE HE-- HE'S--
EASY, MAY.
DAMN IT, JONAH'S LINES GO STRAIGHT TO VOICEMAIL. WHAT GOOD IS BEING THE MAYOR'S FATHER...
...IF YOU CAN'T GET HIM ON THE PHONE?
I KNOW HOW YOU FEEL, MR. JAMESON. I'M A FIREFIGHTER, I SHOULD BE THERE HELPING--
97
NEW YORK
007W381
THE EMPIRE STATE
SORRY, OLLIE. AND MAY, JAY...YOU KNOW WE HAD TO GET AWAY.
PETER'S CLOSE TO SPIDER-MAN, WHICH MEANS WE'RE ALL JUST ONE OR TWO STEPS REMOVED...
...AND OUR LIVES CAN BE TURNED UPSIDE-DOWN ANY MINUTE.
BOOP-BOOP
PETER? THE RADIO SAID--
A RUSE TO BUY TIME, MARY JANE. EVERYONE WHO KNOWS ME IS IN DANGER. GET OUT OF--
ALREADY DONE, AND MAY AND JAY ARE WITH ME. BUT YOUR AUNT'S FREAKING OUT. YOU HAVE TO--
DEAL WITH IT, WATSON! I'VE GOT IMPORTANT THINGS TO DO.
YEAH. YOU'VE MADE IT REAL CLEAR WHAT YOU CONSIDER IMPORTANT... AND WHAT YOU DON'T.
I'M NOT YOUR SIDEKICK OR ALIBI. WE'RE NOT TOGETHER ANYMORE. I DIDN'T ASK FOR ANY OF-- HELLO?
HH. HE NEVER COULD DEAL WITH A WOMAN RAISING HER VOICE...

Parker Industries.
EEAAGGHH!
HURRY! D-DON'T KNOW HOW LONG I CAN S-S-STAY IN CONTROL! IT'S LIKE A FIRE IN MY BRAIN!
THE GOBLIN SERUM IS COMPLEX. REVERSING ITS EFFECTS, MORE SO.
TAKE YOUR TIME. THESE STRAPS ARE THE ONES YOU USED TO HOLD VENOM, AND THAT WORKED OUT SO WELL...
♫ OH, SPIDER-MAN... ♫
NOT. HELPING.
UNDOING THE EFFECTS OF THE GOBLIN FORMULA IS POSSIBLE. BUT UNDOING THEM SO THE SUBJECT SURVIVES...
YOUR ATTITUDE IS NOT HELPING, SAJANI.
ME? YOU JUST BLEW UP HALF OUR BARELY INSURED BUILDING TO FAKE YOUR DEATH! YOU'VE GOT GOBLINS, COPS AND VIGILANTES AFTER YOU! HOW DOES THAT HELP US?
P I
WHO IS THIS? HOW DID YOU GET THIS NUMBER?
PLEASE. IT'S ME. AND I'VE FIGURED OUT EVERY SINGLE LITTLE THING ABOUT YOU, OCTAVIUS.
WELL, EVERYTHING BUT WHOSE PRETTY LITTLE HEAD YOUR MIND'S IN NOW.
SO PUT ON YOUR PARTY SUIT, SPIDER-MAN. AND DON'T FORGET THOSE FANCY GOGGLES.
I HAVE SOMETHING VERY SPECIAL TO SHOW YOU.

SAJANI, I HAVE TO GO CONTACT SPIDER-MAN. IT'S... IMPORTANT.
WAIT, *WHAT?* MORE IMPORTANT THAN DE-GOBLINIZING YOUR WHACKED-OUT EX?
I'VE DONE THE HEAVY LIFTING. YOU'RE AN EXPERT XENOBIOLOGIST. I'M SURE YOU CAN FILL IN THE BLANKS.
FILL *THIS* IN! I CAN'T BELIEVE I WENT INTO BUSINESS WITH SUCH A *JERK!*
WHIRR KLIK-IK-- DOCTOR, THE WRAITH IS COMING TO.
UNHH...
SHALL I OFFER HER A TASTY BEVERAGE?
NOT NOW, ROBOT! JUST KEEP HER CONTAINED! I'M *BUSY!*
ALL RIGHT, OSBORN, MY MASK IS ON. NOW WHAT'S THIS ABOUT, YOU NATTERING LUNATIC?
I'LL ADMIT IT, OTTO. YOU GOT UNDER MY SKIN. YOU TOOK SOMETHING VERY SPECIAL FROM ME...
...KILLING SPIDER-MAN. IT **HURT.** THAT YOU, HIS NUMBER **TWO** ENEMY, GOT TO BE THE ONE.
I THOUGHT I COULD GET PAST IT IF I MADE YOU MY LACKEY...MY FOOL. BUT YOU HAD TO BE **STUBBORN.**
YOU LEFT ME NO CHOICE, REALLY. YOU TOOK THAT TRIUMPH FROM ME, SO I'M GOING TO TAKE **EVERYTHING** AWAY FROM YOU.
WHAT?!
I HAVE TO **DESTROY** YOU NOW, COMPLETELY AND UTTERLY. WIPE YOU OFF THE FACE OF THE EARTH AND THE PAGES OF HISTORY.
LOOK CLOSELY, OTTO, AT ALL THE PRETTY PICTURES I'M PUTTING IN YOUR GOGGLES.

WHY, SEE HERE, IF IT ISN'T CHEZ OCTAVIUS. THE HOUSE WHERE YOU GREW UP.
US
ATOMIC RESEARCH CENTER
OH! THAT'S THE LAB, WHERE YOU HAD YOUR LITTLE OCTOPUS-RELATED ACCIDENT.
AND HERE'S THE *BONEYARD*...
...WHERE THE POLICE HAVE ALL OF DOC OCK'S GREATEST INVENTIONS UNDER LOCK AND KEY.
MOCHA COLA
LOOK! THE BOTTLING PLANT WHERE YOU, AS SPIDER-MAN...
...SAVED ALL THOSE PEOPLE FROM GETTING BLOWN UP. AND GUESS WHAT? THEY'RE ALL PULLING A LATE NIGHT SHIFT.
AND WHAT'S THIS? THE *H.E.A.R.T. CLINIC*, WHERE YOU'VE DEDICATED SO MUCH TIME TO HELPING THE SICK.
AN IMPRESSIVE BODY OF WORK, OTTO. A LEGACY ANY MAN WOULD BE PROUD OF.
H.E.A.R.T. CLINIC
Hospital for Emergen Aid
and Recuperativ py
HA HA HA HA
BOOM.
BOOM.
BOOM.
BOOM.
MOCHA COLA
AAAAAND BOOM.

I'LL--
I'LL KILL YOU...
REALLY? YOU AND WHAT ARMY? BECAUSE I BLEW THEM UP, TOO! HA!
OH, ME. CHIN UP, OTTO. THE LESSON'S NOT OVER YET.
I'M GOING TO TEACH YOU JUST HOW MUCH YOU STILL HAVE LEFT TO LOSE.
"LESSON?" "TEACH?" YOU... YOU EMPHASIZED THOSE WORDS.
WHAT ARE YOU GETTING AT, MADMAN?
JUST THAT PROFESSOR GOBLIN IS HOLDING CLASS...AT YOUR ALMA MATER, EMPIRE STATE UNIVERSITY!
AND I'VE GOT ONE OF YOUR CLASSMATES WITH ME. SOMEONE VERY DEAR TO YOU, OTTO. SO DON'T BE TARDY.
BUT THIS LECTURE IS FULL. BRING ANY UNINVITED GUESTS, AAAND...
AND WHAT?
BOOM.
A TRAP. TO FORCE MY HAND... AND MAKE ME PLAY INTO HIS. I'M A FOOL IF I DO AS HE SAYS. BUT CAN I EVEN TAKE THE CHANCE THAT HE TRULY HAS ANNA MARIA?
BLAST IT. I--I'VE NEVER BEEN ON THIS SIDE OF THE EQUATION BEFORE.
WHAT WOULD PARKER DO?
MARLA JA

The Mindscape.
WHERE WHAT'S LEFT OF PETER PARKER'S IDENTITY HAS MERGED WITH THAT OF OTTO OCTAVIUS.
HATE.
I HATE THIS "SPIDER-MAN" AS I'VE NEVER LOATHED ANOTHER LIVING BEING.
IN OUR FIRST MEETING, HE BEATS ME. TAUNTS ME. EMASCULATES ME. LIKE ALL THE TORMENTORS I'VE KNOWN MY ENTIRE LIFE, COMBINED INTO ONE MAN.
AND HE NEVER STOPS.
EVERYTHING I BUILD, HE TEARS DOWN. WHAT I CREATE, HE DESTROYS. JESTING LIKE A LOON ALL THE WHILE.
BECAUSE OF HIM, MY PLANS COME TO NAUGHT. MY BREAKTHROUGHS NEVER HAPPEN. THE GREATNESS I AM MEANT TO ACHIEVE BECOMES HUMILIATION AND SCORN. HE DESTROYS MY LIFE.
AND ULTIMATELY, THROUGH PHYSICAL BEATING AFTER BEATING...HE ENDS IT.
I HATE TO TELL YOU THIS, OTTO...BUT YOUR CONDITION IS DEGENERATIVE.
YOU'RE LOOKING AT A YEAR--EIGHTEEN MONTHS AT THE MOST--UNTIL...
I-I WILL LEAVE THIS WORLD WITH NOTHING TO SHOW FOR IT.
AND ALL BECAUSE OF THAT INFERNAL SPIDER-MAN!

The Lower East Side.
PHONE! CALL ANNA! PICK UP!
MURDERER! HE'S GOING TO KILL HER! HE'S--
SPIDER-MAN! *HELP!*
I HAVE NO TIME FOR YOU, IDIOTS! OUT OF MY WAY!
SHE'S NOT THERE! SECURE LINE: CALL POLICE CHIEF PRATCHETT.
PRATCHETT? LISTEN CAREFULLY. I'M SENDING COORDINATES OF GOBLIN ACTIVITY. A MUGGING. AND THEN YOU HAVE TO HELP ME LOCATE--
NEW YORK STARK EXPO
OPEN 24/7
NO, YOU LISTEN. I'M ONTO YOU. IGNORING THE GOBLIN! STEERING US TOWARD HIS RIVALS!
YOU'RE IN ON IT! AND THE POLICE ARE DONE TAKING ORDERS FROM YOU!
WHAT? *WAIT,* YOU MORON! YOU'RE WRONG!
ASK THE MAYOR, HE'LL BACK ME! JUST ASK--
MAYOR JAMESON? WHAT NOW?
DEPLOY THE SPIDER-SLAYERS TO THE LOCATION HE SENT. THEN FAN OUT FROM THERE. WE'VE GOT HIM!
VERY WELL, JAMESON. YOU KNOW THE RISKS. STONE, O'MARA, ACTIVATE THE SLAYER PROGRAM.
YES, MA'AM.
MIKE, LET'S HEAD BACK TO ALCHEMAX. I WANT TO MONITOR THE-- *O'MARA?*
WHERE'D *HE* GO?

Empire State University.
AT LAST. NO MORE DISTRACTIONS. TRAP OR NOT...
MARLA JAMESON MEMORIAL
...IT ENDS HERE!
KSSHH
OH, I'M DISAPPOINTED IN YOU. RUSHING IN...NO PLANNING, NO PREP, NO HENCHMEN? THAT'S NOT YOU, OTTO. THAT'S HIM.
YOU'LL SEE THE DIFFERENCE BETWEEN US SOON ENOUGH, DOLT...
THIS WAY
...WHEN I TEAR YOUR HEAD FROM YOUR NECK!
NOW YOU'RE BEING RUDE. THIS ISN'T ABOUT ME. WE'RE HERE FOR OUR SPECIAL GUEST...
TA-DA!
LAMAZE?
IS THIS SOME KIND OF JOKE? YOUR HOSTAGE IS DON LAMAZE? HA!

WELL, *THAT'S* DISAPPOINTING. I DID MY HOMEWORK. THIS OVERSTUFFED SHIRT IS THE CLOSEST THING OTTO OCTAVIUS EVER HAD TO A FRIEND.
I SAW FOOTAGE OF YOU PRACTICALLY *KILLING YOURSELF* TO SAVE HIM AND THAT MIDGET. AND NOW, IT'S LIKE YOU DON'T EVEN CARE.
OSBORN! CEASE YOUR INCESSANT--
BUT I FORGET, YOU'RE NOT THE LAST GUY. *HE* COULD TURN A HANGNAIL INTO AN EPIC TRAGEDY. WITH *YOU,* I HAVE TO WORK A LITTLE HARDER.
CONSIDER THIS A REHEARSAL. I'LL BE BACK WHEN I'VE FOUND SOMEONE WHO CAN REALLY *RAISE THE STAKES* FOR OUR GRAND FINALE.
SHNGG
YOU'LL GO NOWHERE--
--BUT *THE GRAVE!*
HA.
AND OUT POP THE ARMS. SO PREDICTABLE.
SNAP

THANK YOU. THIS WON'T BE A *TOTAL* LETDOWN AFTER ALL. *HAHAHAHAHA!*
SHK
SHK
SHK
AGH!
I WAS SAVING THAT FOR THE CLIMAX, BUT WHY WAIT? I CAN ALWAYS COME UP WITH SOMETHING ELSE.
I'M NOT A ONE-TRICK PONY LIKE YOU.
I MEAN, *REALLY*... METAL ARMS *AGAIN?* AND BASED ON YOUR OLD DESIGNS? SO PATHETICALLY *EASY* TO HIJACK, FOR A *REAL* GENIUS.
SEE YOU FOR THE FINAL ACT. *IF* YOU SURVIVE THIS ONE, OF COURSE. *HAHAHA!*
L-LAMAZE, RUN! THEY'RE STRIKING TO *KILL!*
BLAST! NEARLY TOOK MY HEAD OFF!
KRNCH

RRRNKK
DON'T JUST STAND THERE, FOOL!
MOVE!
SHING
MMG!
SHKK

YOU... *SAVED* ME. *W-WHY?*
WHAT COULD POSSIBLY POSSESS YOU TO--
Y-YOU.
W-WHEN YOU SAVED *ME* AND MS. MARCONI.
SHE NEEDED HELP...BUT I RAN. EVER SINCE, ALL I WANTED...WAS A CHANCE TO DO WHAT'S RIGHT.
MY WHOLE LIFE...I'VE BEEN NOTHING BUT A FAT, POMPOUS ASS. BUT YOU...
...SHOWED ME WHAT IT MEANS...TO BE A HERO. TH-THANK YOU, SPIDER--

GOBLIN!!
I'LL FIND YOU SOMEHOW. TRACE THE CHEMICALS IN YOUR GLIDER'S EXHAUST, OR--
EH? WHAT NOW? I HAVE NO TIME TO WASTE ON *MINIONS.*
GOOD. BECAUSE I WOULDN'T TRUST SUBORDINATES WITH THIS.
YOU SHOULD FEEL **HONORED,** *SPIDER-MAN. HOW MANY CRIMINALS ARE* **PERSONALLY ARRESTED BY THE MAYOR?**
JAMESON?!

IMBECILE! IF ANYTHING HAPPENS TO ME, YOU'LL BE EXPOSED AS--
I DON'T CARE ANYMORE!
I LOST THE WOMAN I LOVE. MY SELF-RESPECT. LOSING MY OFFICE, EVEN MY FREEDOM-- IT'LL ALL BE WORTH IT...
...IF I PUT AN END TO YOU!
WITH ***SPIDER-SLAYERS?*** I COULD DISMANTLE THESE TOYS IN MY SLEEP. I'LL --
NGGH!
STRONGER *THAN YOU REMEMBERED, AREN'T THEY?* ***LIGHT-YEARS*** *AHEAD OF THE OLD ONES.*
POWERFUL ENOUGH TO TEAR YOU LIMB FROM--
ZWOOOOOOOO
SHUT DOWN? HOW--
THAT WOULD BE ***ME***, BIT-HEAD.

I REMEMBER YOU. THE SPIDER-MAN OF 2099. WHY ARE YOU STILL IN THIS TIMELINE?
BE GLAD I AM. THOSE THINGS WOULD'VE SLAGGED YOU IF I HADN'T SHUT 'EM OFF. LET'S JUST SAY I HAVE AN IN.
NAMELY, AS "MICHAEL O'MARA," SPIDEY 2099 HELPED BUILD THEM! -EDIFYIN' ELLIE
WELL DONE. IF YOU CAN CONTROL THEM, WE'LL PURSUE OSBORN TOGETHER... WITH A ROBOT ARMY BACKING US. NOW *RELEASE* ME.
MAYBE LATER. I'VE GOT SOME *QUESTIONS* FIRST.
AND YOU'RE NOT GOING *ANYWHERE* UNTIL YOU ANSWER THEM.
YOU FOOL, WE DON'T HAVE *TIME* FOR THIS!
ACTUALLY, I'VE GOT *DECADES*. I DON'T BELONG HERE... AND I'M NOT SURE *YOU* DO, EITHER.
SOMETHING'S WRONG WITH HISTORY... WITH *YOU*. YOU'RE ACTING *TOTALLY DIFFERENT* FROM THE GUY YOU'RE SUPPOSED TO BE.
AND UNTIL YOU TELL ME WHAT THE SHOCK IS GOING ON, *NOBODY MOVES!*

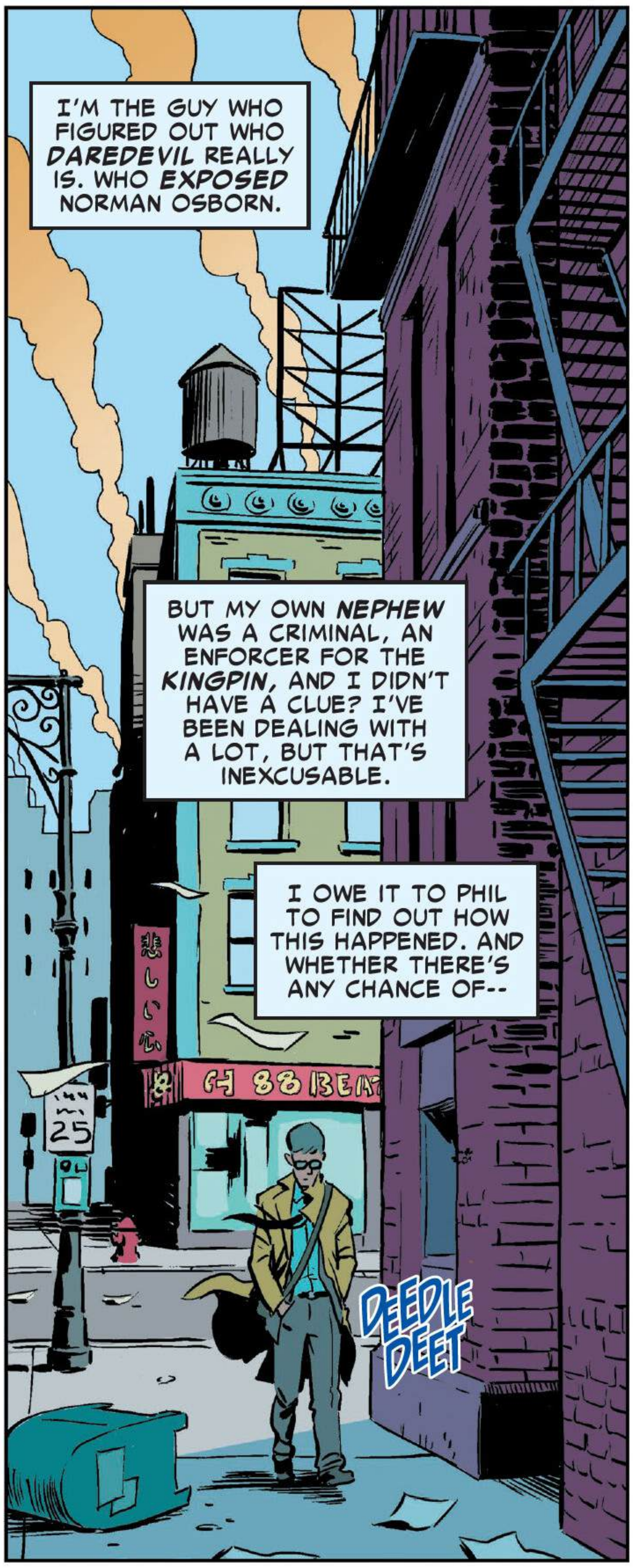
VREET
IF YOU THINK REACTIVATING THEM WILL *INTIMIDATE* ME--
N-NO! I'M NOT DOING THIS! HOW IS JAMESON--
BRAKASH
JAMESON? YOU POOR SAPS.
SURELY YOU'VE FIGURED OUT BY NOW THAT **NORMAN OSBORN** RUNS THIS CITY...
...AND EVERYTHING IN IT.
HAHAHAHAHA!

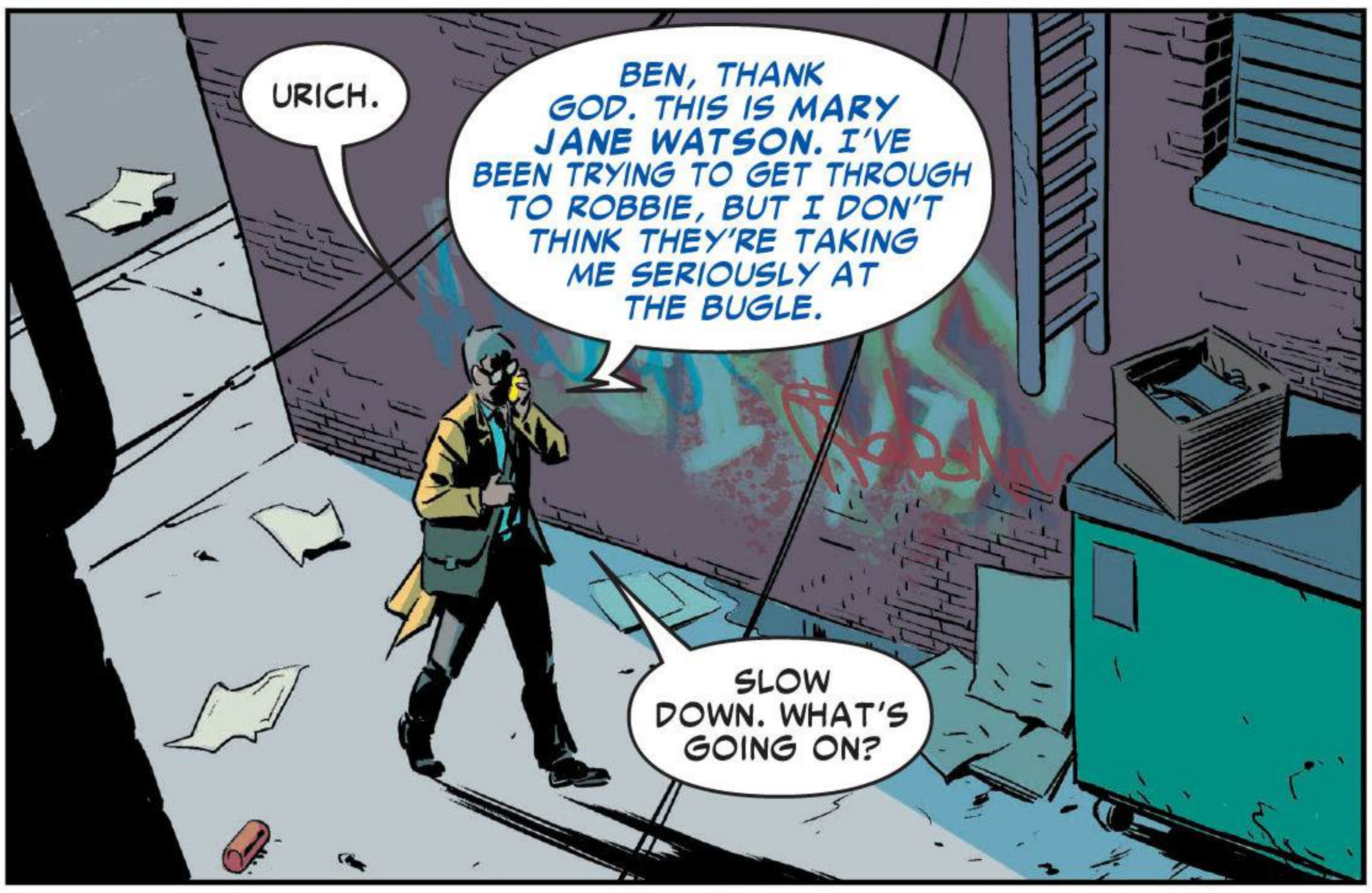
THIS ISSUE OCCURS BETWEEN PAGES 10-11 OF *Superior Spider-Man #29*

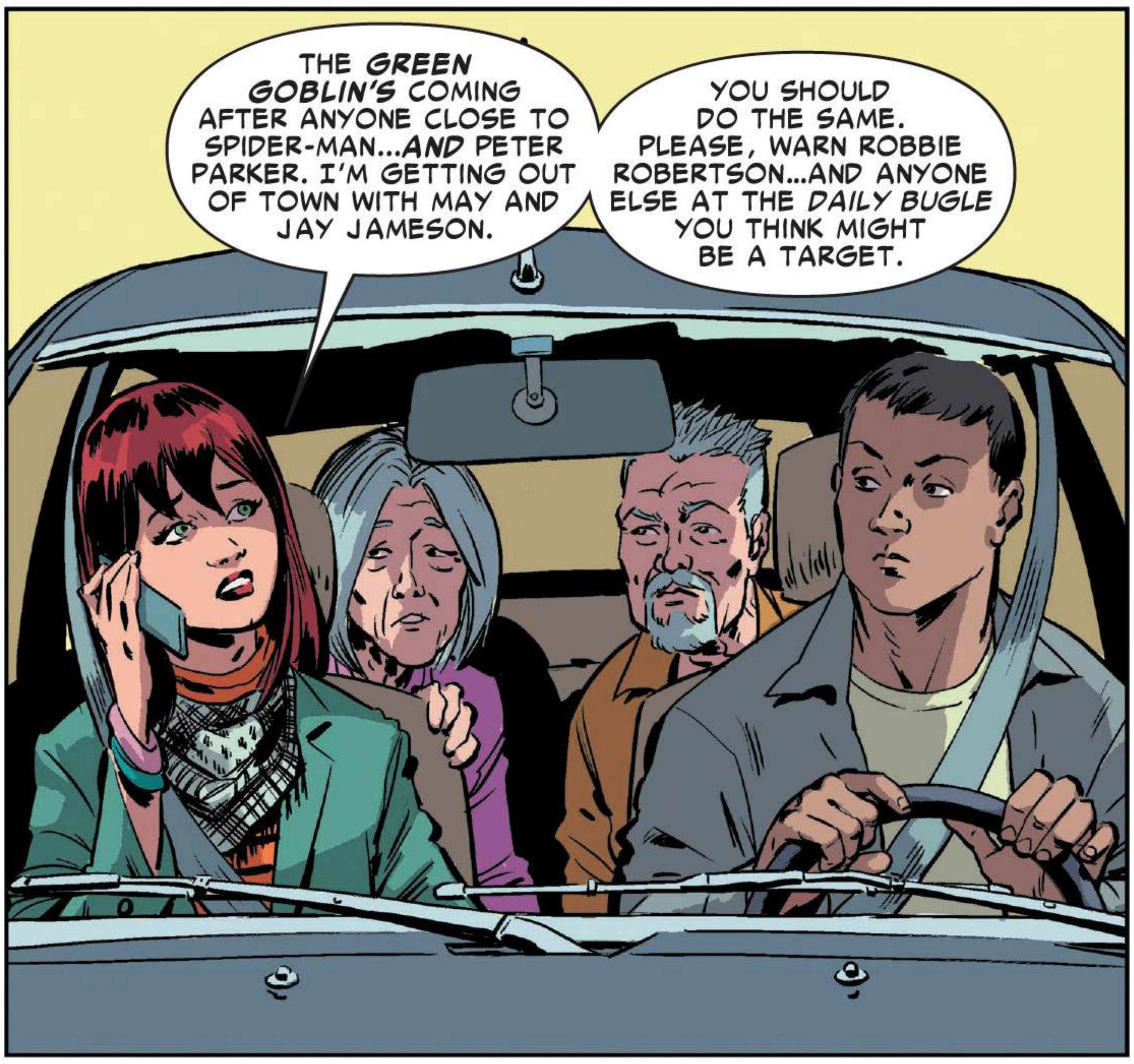
SUPERIOR *Spider-Man Annual #2* “BLOOD TIES” / “CHASING GHOSTS”

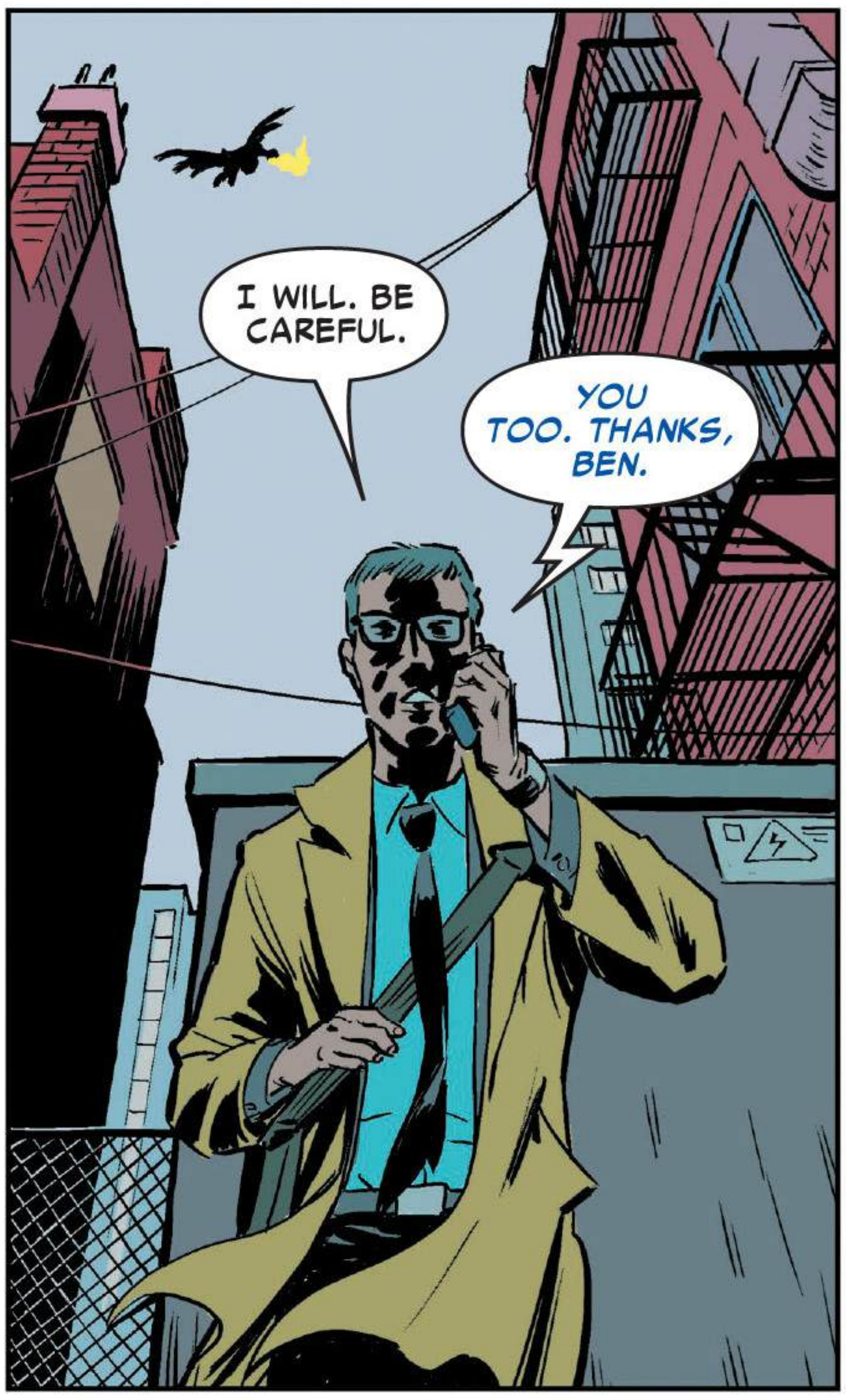
TAK TAK TAK
TAK TAK TAK
TAK TAK TAK
MY NAME IS BEN URICH.
I'M A REPORTER.
THE PULITZER PRIZE FOR BEN URICH
DAILY BU
NEW YORK'S FINEST DAILY NEWSPAPER
THE REAL OSBORN
I USED TO BE A HUSBAND.
In Loving Memory
A FATHER FIGURE.
NOW...
BLOOD TIES
...ALL I AM IS A REPORTER.
HOBGOBLIN BACK
WRITTEN BY CHRISTOS GAGE
PENCILS AND COLOR ART JAVIER RODRIGUEZ
INKS BY ALVARO LOPEZ
Lettering by Clayton Cowles

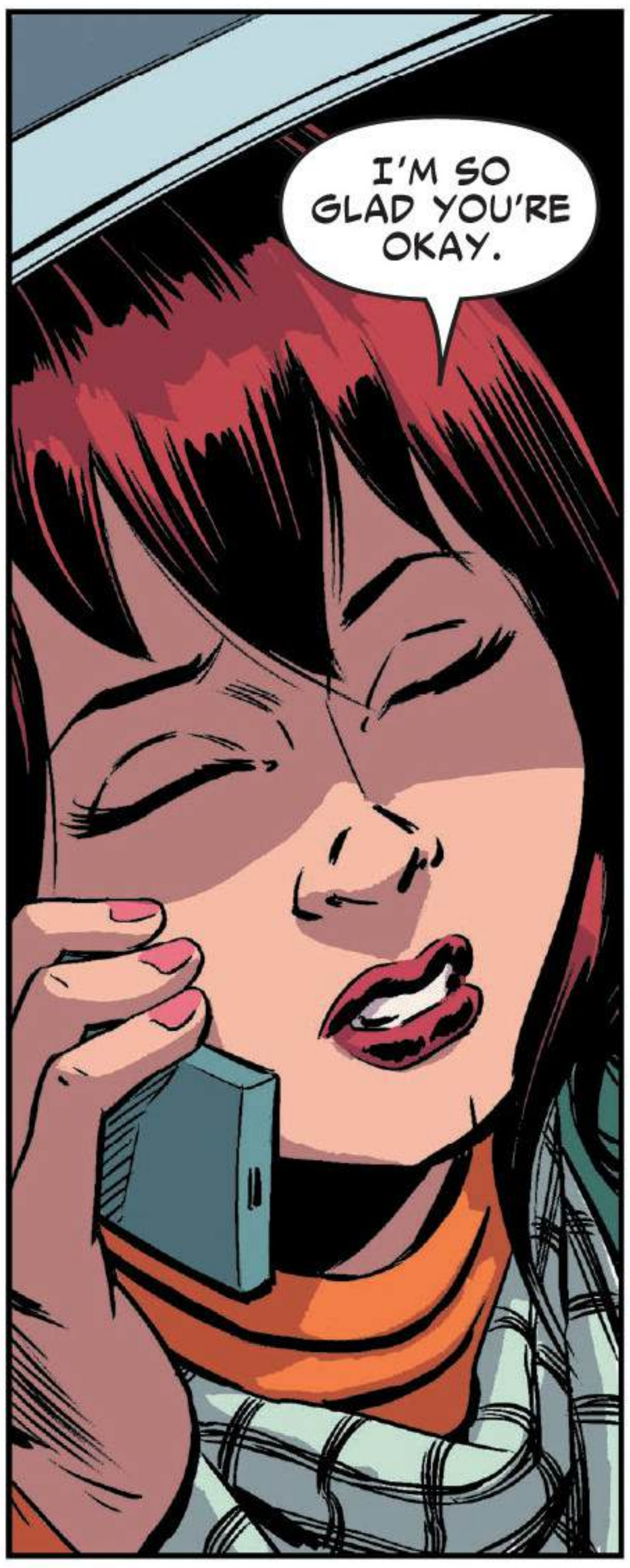
TEK
WE'RE BACK WITH NORAH WINTERS, AUTHOR OF "GOBLIN IN MY BED," WHO IS GIVING US EXCLUSIVE INSIGHT INTO THE MONSTERS TERRORIZING OUR CITY.
I JUST WANT TO SAY I DIDN'T COME UP WITH THAT TITLE.
CHAT
NORAH, I'M SURE OUR VIEWERS ARE WONDERING HOW YOU COULD POSSIBLY NOT KNOW THAT PHIL URICH, YOUR COLLEAGUE, YOUR LOVER, WAS THE HOBGOBLIN.
THAT'S JUST IT. LOOK AT EVERYONE WHO'S TAKEN THE GOBLIN FORMULA, STARTING WITH NORMAN--
AH, OUR LEGAL ADVISORS HAVE CAUTIONED US TO STICK TO MR. URICH.
YET ANOTHER REMINDER THAT JOURNALISM IS DEAD. LOOK, THE GOBLIN FORMULA DRIVES PEOPLE INSANE, BUT THEY CAN STILL ACT SANE. CONVINCINGLY.
BUT I'M NOT LETTING MYSELF OFF THE HOOK. I SHOULD HAVE SEEN IT.
PHIL COULD CROSS THE LINE INTO CREEPY STALKER MODE. SUPER-POSSESSIVE. AND PARANOID? HE BLAMED ALL HIS PROBLEMS ON OTHERS.
WHEN THE FACT IS, HE WAS A LOSER. WHICH I GUESS MAKES ME A LOSER FOR TRUSTING HIM.
AND WHAT DOES IT MAKE ME? PHIL BECOMING...THAT... WITHOUT ME NOTICING?
CLEARLY NO LONGER A VERY GOOD REPORTER.
CLICK

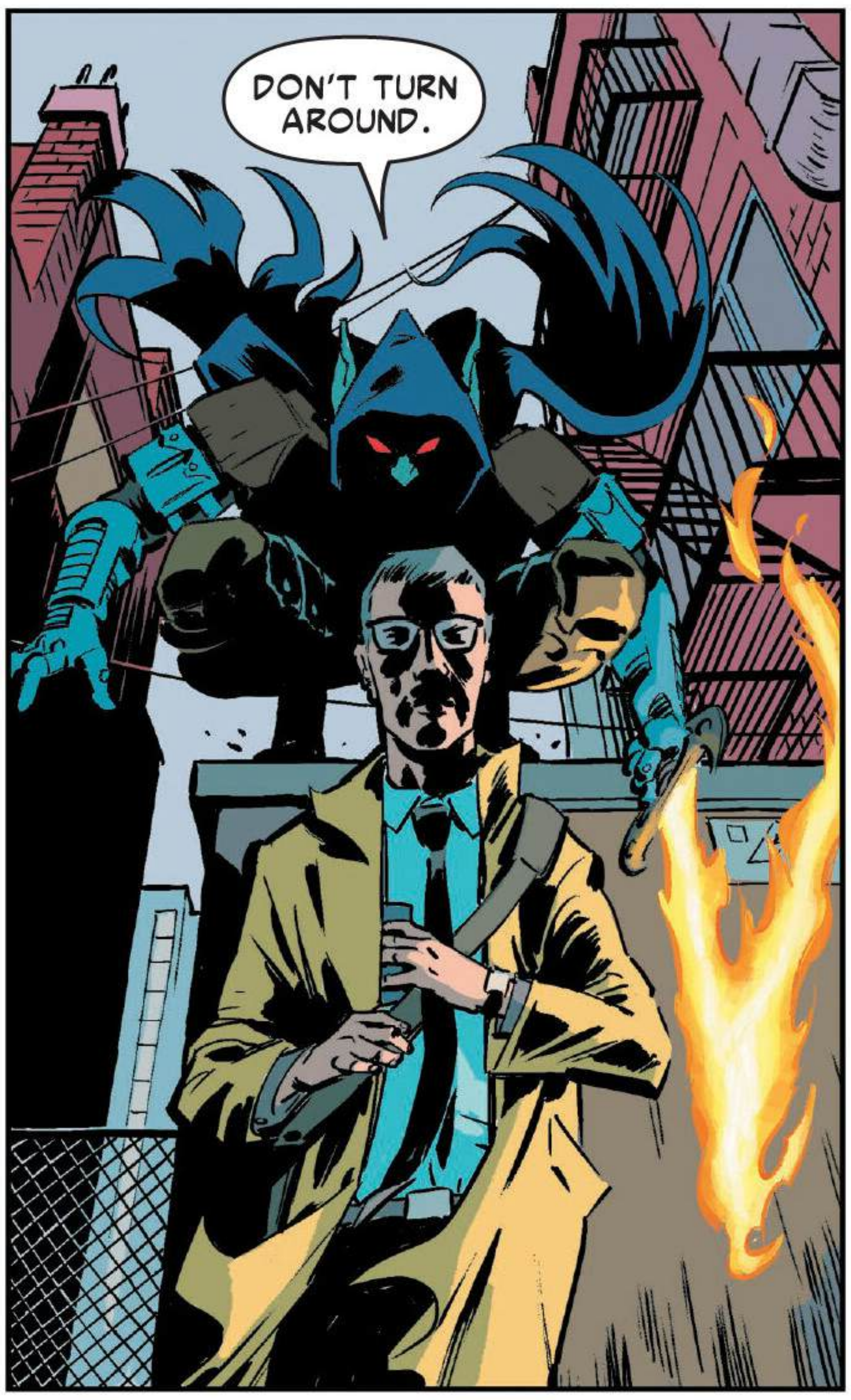

I'M THE GUY WHO FIGURED OUT WHO *DAREDEVIL* REALLY IS. WHO *EXPOSED* NORMAN OSBORN.
BUT MY OWN *NEPHEW* WAS A CRIMINAL, AN ENFORCER FOR THE *KINGPIN*, AND I DIDN'T HAVE A CLUE? I'VE BEEN DEALING WITH A LOT, BUT THAT'S INEXCUSABLE.
I OWE IT TO PHIL TO FIND OUT HOW THIS HAPPENED. AND WHETHER THERE'S ANY CHANCE OF--
DEEDLE DEET


URICH.
BEN, THANK GOD. THIS IS **MARY JANE WATSON.** I'VE BEEN TRYING TO GET THROUGH TO ROBBIE, BUT I DON'T THINK THEY'RE TAKING ME SERIOUSLY AT THE BUGLE.
SLOW DOWN. WHAT'S GOING ON?


THE *GREEN GOBLIN'S* COMING AFTER ANYONE CLOSE TO SPIDER-MAN...*AND* PETER PARKER. I'M GETTING OUT OF TOWN WITH MAY AND JAY JAMESON.
YOU SHOULD DO THE SAME. PLEASE, WARN ROBBIE ROBERTSON...AND ANYONE ELSE AT THE *DAILY BUGLE* YOU THINK MIGHT BE A TARGET.


I WILL. BE CAREFUL.
YOU TOO. THANKS, BEN.


I'M SO GLAD YOU'RE OKAY.


DON'T TURN AROUND.

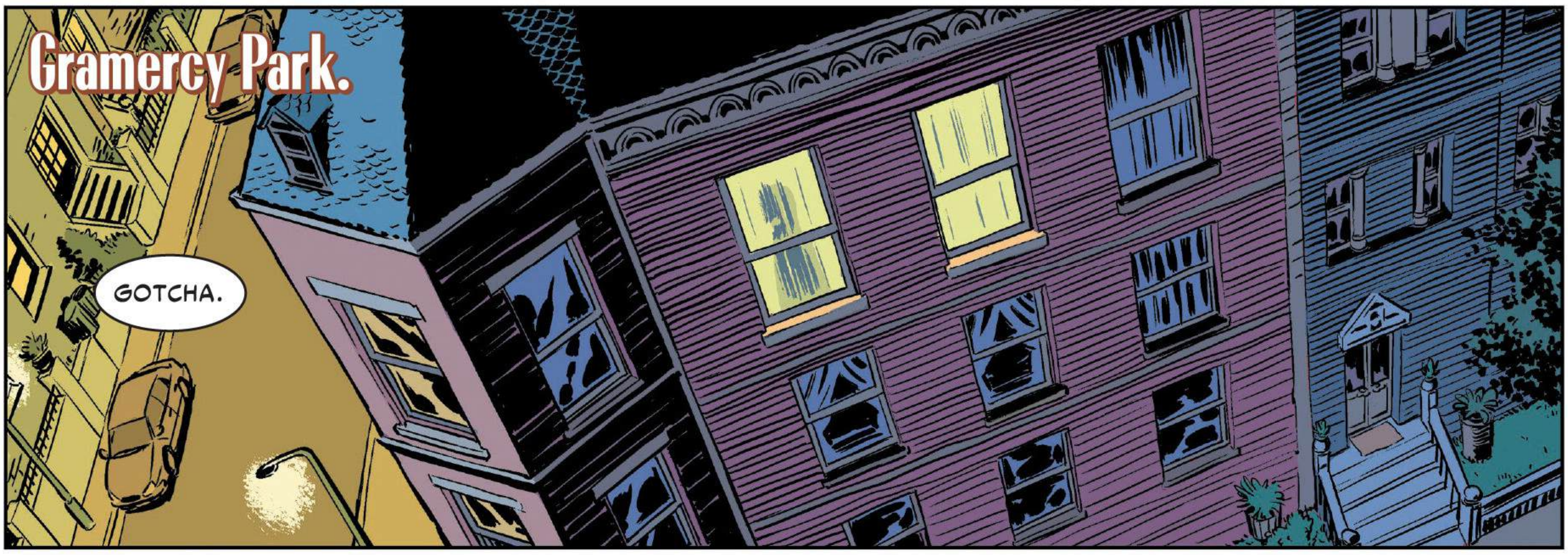
YOU'RE GONNA HEAR SOME STUFF. MAYBE YOU HAVE ALREADY.
I JUST WANTED YOU TO KNOW YOU'RE *SAFE.*
PHIL...?
MIGHT WANNA STAY INSIDE, THOUGH. IF YOU THINK THINGS ARE BAD NOW, JUST WAIT...
...IT'S GONNA GET DOWNRIGHT *CRAZY.*
HAHAHAHAHA!
NOT THE SAME COSTUME...BUT SIMILAR. THE WINGS, THE SWORD... IT'S *HIM.*
AND HE'S *PROTECTING* ME.
IT'S NOT TOO LATE.
FOR *EITHER* OF US.

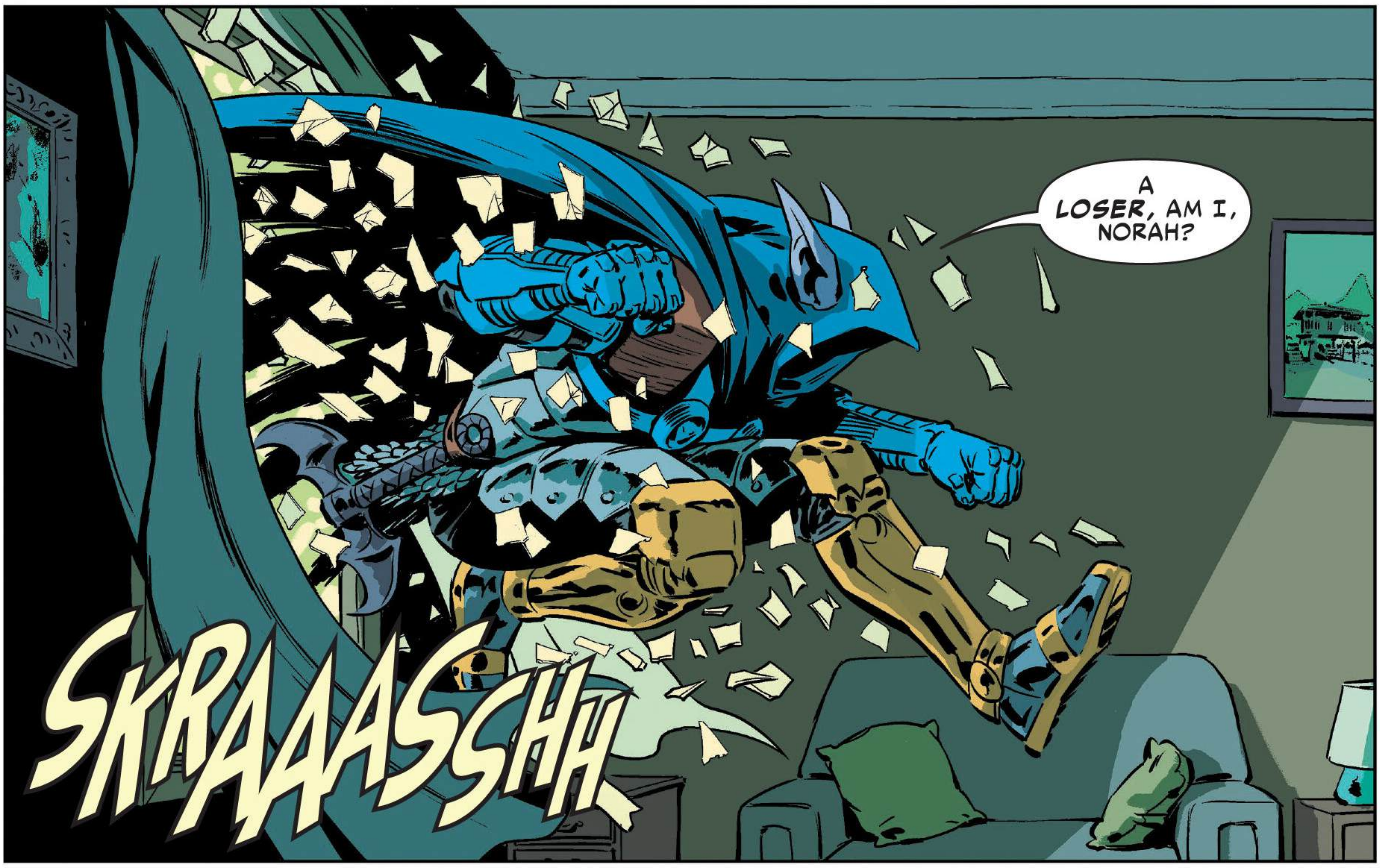
The Daily Bugle.
OFFICE OF THE PUBLISHER.
ROBBIE! YOU HAVE TO GET OUT!
I'LL CALL YOU BACK.
MARY JANE CALLED. THE GREEN GOBLIN'S ATTACKING PEOPLE CLOSE TO SPIDER-MAN. LEAVE TOWN. TAKE YOUR SON.
WE SHOULD WARN BETTY BRANT, JONAH...
I'LL CALL THEM. JONAH'S MAYORAL PROTECTION DETAIL IS ALREADY ON HIGH ALERT.
BEN, I'VE SEEN SPECULATION THAT PHIL'S JOINED UP WITH THE GOBLIN. HE MIGHT TAKE THIS OPPORTUNITY TO GO AFTER NORAH WINTERS.
SHE'S NOT SPEAKING TO ME SINCE I HAD TO LET HER GO. DO YOU THINK YOU MIGHT--?
ABSOLUTELY. I'LL GET RIGHT ON IT.
HAVE YOU GOT SOMEWHERE TO HIDE?
YOU KIDDING? AFTER ELEKTRA, THE KINGPIN, AND EVERYONE ELSE WHO'S TRIED TO KILL ME...I'VE GOT THIS DOWN TO A SCIENCE. I HAVE A SAFE HOUSE ALL SET.
TAKE CARE, ROBBIE. SEE YOU WHEN THE DUST SETTLES.
HATED TO LIE TO ROBBIE. HE'S A GOOD MAN. BUT HE'S ALSO A GOOD REPORTER.
AND THE LAST THING I WANT IS TO GET ANYONE ELSE CAUGHT UP IN THIS... UNLESS I HAVE TO.

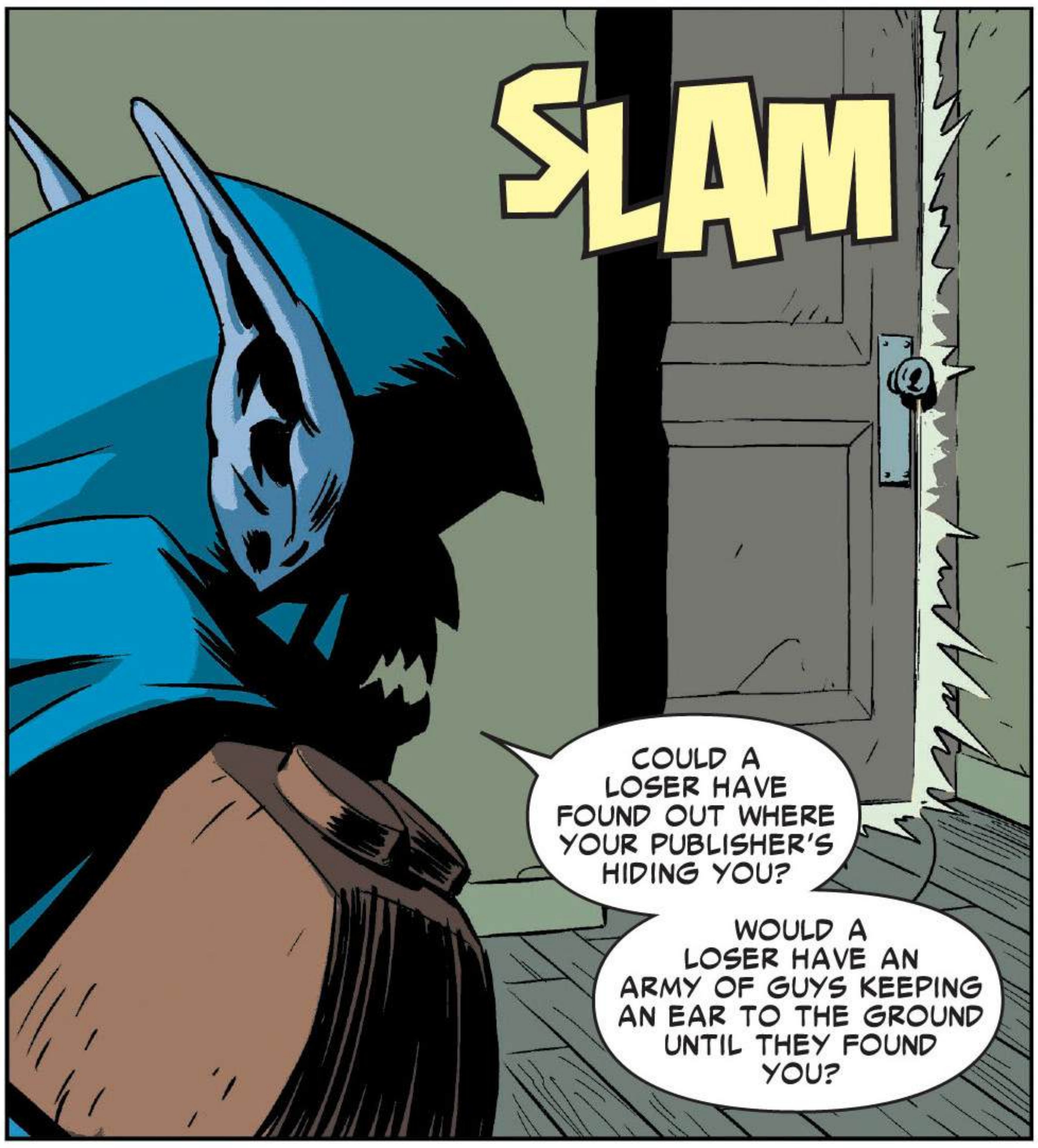
Parker Industries.
CLOSED DUE TO EMERGENCY.
PARKER INDUSTRIES
I'M SORRY TO BE THE ONE TO TELL YOU, MR. URICH... BUT PETER PARKER IS DEAD.
YEAH, I SAW YOUR PRESS CONFERENCE. IT'S MY JOB TO KNOW WHEN PEOPLE ARE LYING, MS. JAFFREY. I APPRECIATE THAT HE'S SCARED, BUT HE CAN HELP END THIS.
I'VE BEEN INVESTIGATING... THE GOBLINS. AND FROM A VARIETY OF SOURCES, I'VE PUT TOGETHER A NEAR-COMPLETE CHEMICAL ANALYSIS OF THE GOBLIN FORMULA.
THERE ARE SIGNIFICANT BLANKS, AND I'M NO CHEMIST, BUT PETER'S A SCIENTIFIC GENIUS. I BET HE CAN FILL IN...WHAT ARE YOU SMILING AT?
GREAT MINDS THINK ALIKE, MR. URICH. WE'VE BEEN PURSUING SOMETHING SIMILAR HERE. BUT WE DON'T NEED YOUR DOCUMENTS.
WE HAD OUR OWN SOURCE FOR THE FORMULA. WAIT HERE A MINUTE.
CARLIE? IT'S SAJANI. I'VE BROUGHT SOMEONE--
CARLIE COOPER? I WAS STARTING TO THINK SHE WAS DEAD!
NO, WAIT!
MS. COOPER, WHERE HAVE YOU BEEN ALL THIS--
DON'T LOOK AT ME!

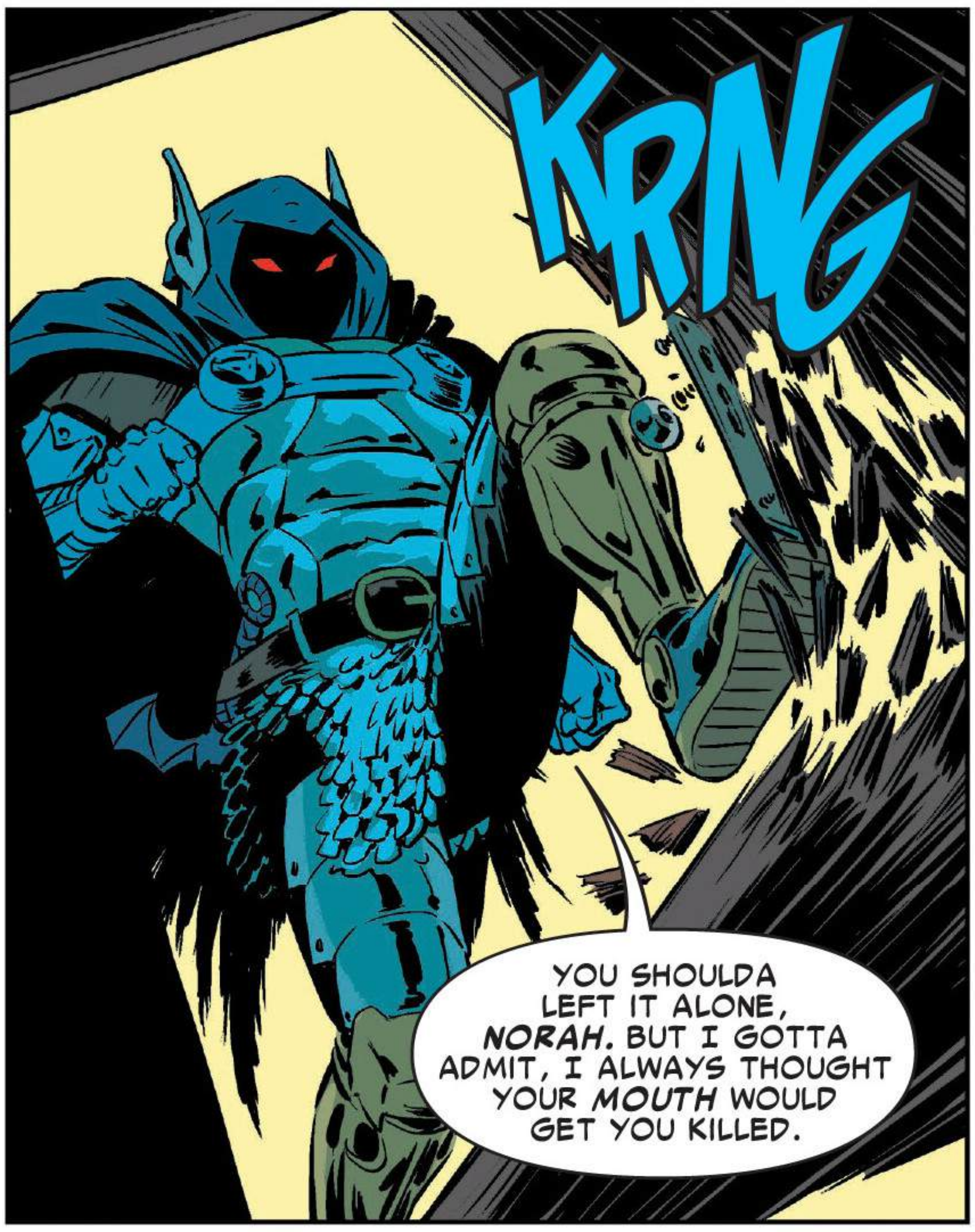
W-WHAT HAPPENED TO--
A MAKEOVER. A *GOBLIN* MAKEOVER. *HEEHEEHEE...*
ISN'T IT *FETCHING?*
S-SORRY. IT'S SO HARD TO STAY IN CONTROL.
SAJANI, PLEASE, CAN'T I JUST *TRY* THE CURE?
I NEED TO RUN TESTS. IF WE'VE MISCALCULATED, THERE'S A HUGE CHANCE IT COULD *KILL* YOU.
I'M WILLING TO TAKE THE RISK!
I'M NOT. WE HAVEN'T REACHED THE POINT YET WHERE THERE'S NO OTHER CHOICE.
BUT SOMEONE ELSE HAS.
THAT'S WHY *YOU'RE* HERE, ISN'T IT? YOU THINK YOU CAN GET CLOSE ENOUGH TO USE IT ON *PHIL.*
LET ME HAVE IT.
I'LL GIVE YOU YOUR TEST.

MR. URICH, LISTEN TO ME. I REALIZE HE'S FAMILY. YOU MAY THINK YOU KNOW HIM. BUT YOU *DON'T*.
WHATEVER HE WAS, THE GOBLIN FORMULA'S CHANGED HIM. I'VE SEEN IT. HE'S A KILLER. A ***MONSTER***.
HEH. I SAID HE'S A MONSTER. BUT ***I'M*** MONSTER.
SORRY, THAT JUST STRUCK ME F-FUNNY...
HEEHEE
HAHAHAHAHA!
I SHOULD GO.
WAIT.
SPIDER-MAN'S GOT A LOT ON HIS PLATE, BUT YOU CAN REACH HIM THROUGH THE SPIDER-BOTS. THEY'RE EVERYWHERE.
BUT THE GOBLIN PUT A ***GLITCH*** IN THEM. THEY CAN'T DETECT ANYTHING THAT LOOKS LIKE A GOBLIN. SO YOU NEED TO LET HIM KNOW WHERE PHIL IS.
IF YOU FIND YOUR NEPHEW, DON'T APPROACH HIM ALONE. TELL SPIDER-MAN. HE'LL BACK YOU UP. GOT IT?
UNDERSTOOD. THANKS.
AND DON'T WORRY.
I KNOW EXACTLY WHAT I'M DOING.
PARKER INDUSTRIES
SHHSS


Gramercy Park.
GOTCHA.


A *LOSER,* AM I, NORAH?
SKRAAASSHH


SLAM
COULD A LOSER HAVE FOUND OUT WHERE YOUR PUBLISHER'S HIDING YOU?
WOULD A LOSER HAVE AN ARMY OF GUYS KEEPING AN EAR TO THE GROUND UNTIL THEY FOUND YOU?


KRNG
YOU SHOULDA LEFT IT ALONE, *NORAH.* BUT I GOTTA ADMIT, I ALWAYS THOUGHT YOUR *MOUTH* WOULD GET YOU KILLED.

UNCLE BEN?
WHERE THE HELL'S NORAH?
NO IDEA. I HAD SOME OF MY INFORMANTS PUT OUT WORD SHE WAS HERE.
YOUR ARMY OF GUYS MOVES FAST, BUT THEY COULD USE A LESSON IN *VERIFYING* FACTS BEFORE ACTING ON THEM.
WHAT IS THIS, A STING?
OF COURSE NOT. NO ONE KNOWS I'M HERE.
WE'RE *FAMILY,* PHIL. FAMILY DOESN'T STAND BY WHILE A LUNATIC LIKE NORMAN OSBORN DRAGS SOMEONE THEY LOVE DOWN.
I WROTE THE BOOK ON NORMAN OSBORN...*LITERALLY.* HE'S *USING* YOU. IT'S ALL THAT MAN EVER DOES.
MANIPULATE PEOPLE.
YOU THINK I DON'T KNOW THAT?
I THINK YOU'RE IN WAY OVER YOUR HEAD... AND YOU HAVE BEEN FOR A LONG TIME.
HH. YOU DON'T KNOW THE HALF OF IT.
SO *TELL* ME. I'LL LISTEN. THAT'S WHAT I *DO,* PHIL.
LET ME *HELP* YOU.
I-- I--

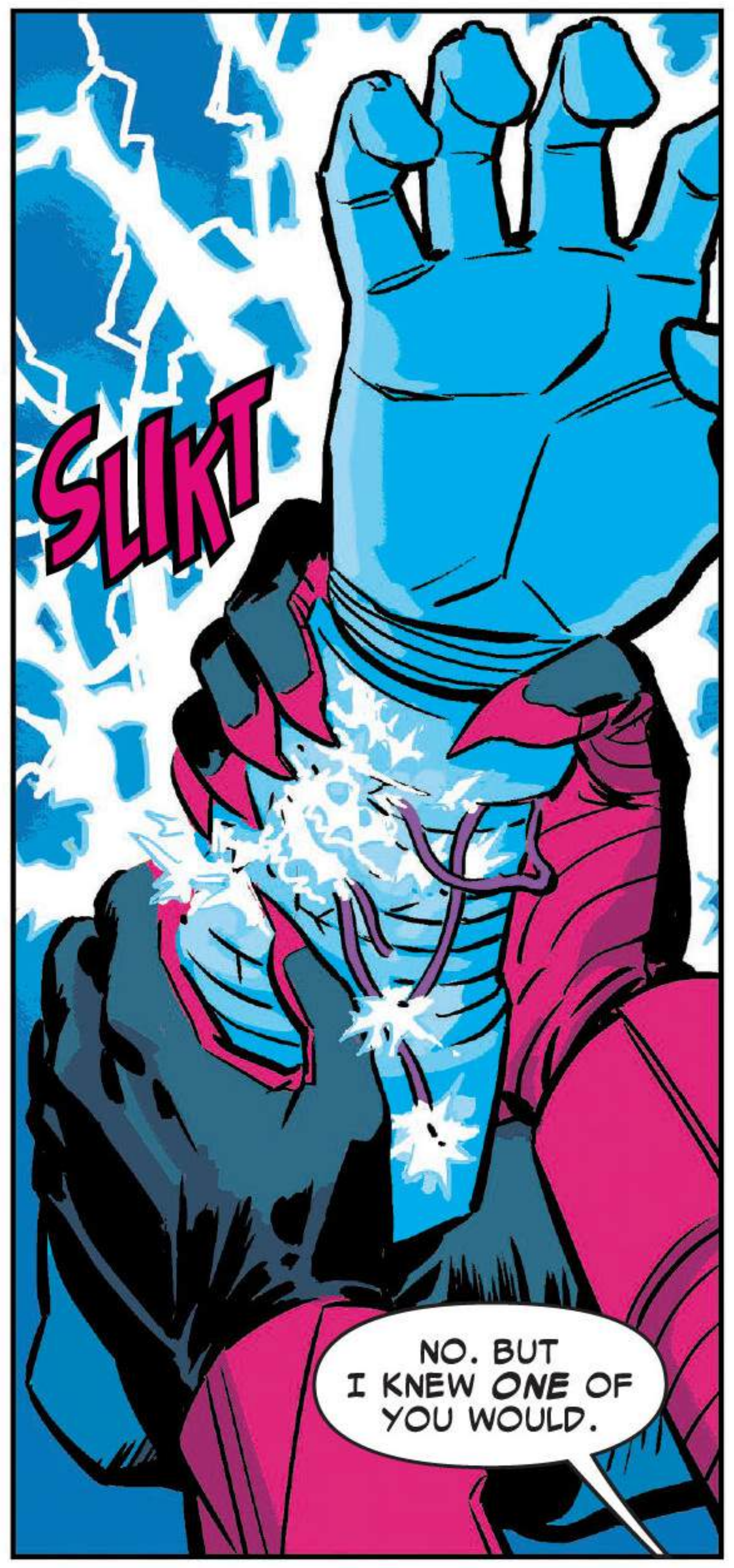
BOSS!
WHAT THE HELL--?
WE FOUND THIS GUY LURKIN' OUTSIDE. JUST ABOUT TO DIAL 911.
YOU RECOGNIZE HIM?
ROBBIE?
NOT A TRAP, HUH? I *PROTECTED* YOU! *AND YOU DO THIS TO ME?*
I HAD NO IDEA HE WAS HERE!
F-FOLLOWED YOU...I WAS AFRAID YOU'D DO SOMETHING LIKE THIS.
IT'S TOO LATE FOR HIM, BEN. HE'LL JUST PULL YOU UNDER WITH HIM.
NO. IT'S *NOT* TOO LATE.
OSBORN HIMSELF SET A LEGAL PRECEDENT--THE GOBLIN FORMULA RENDERS YOU *INSANE*. I'LL GET YOU THE BEST LAWYERS. I CAN HELP YOU, PHIL.
I CAN *CURE* YOU.
MAKE YOU WHAT YOU *USED TO BE.*

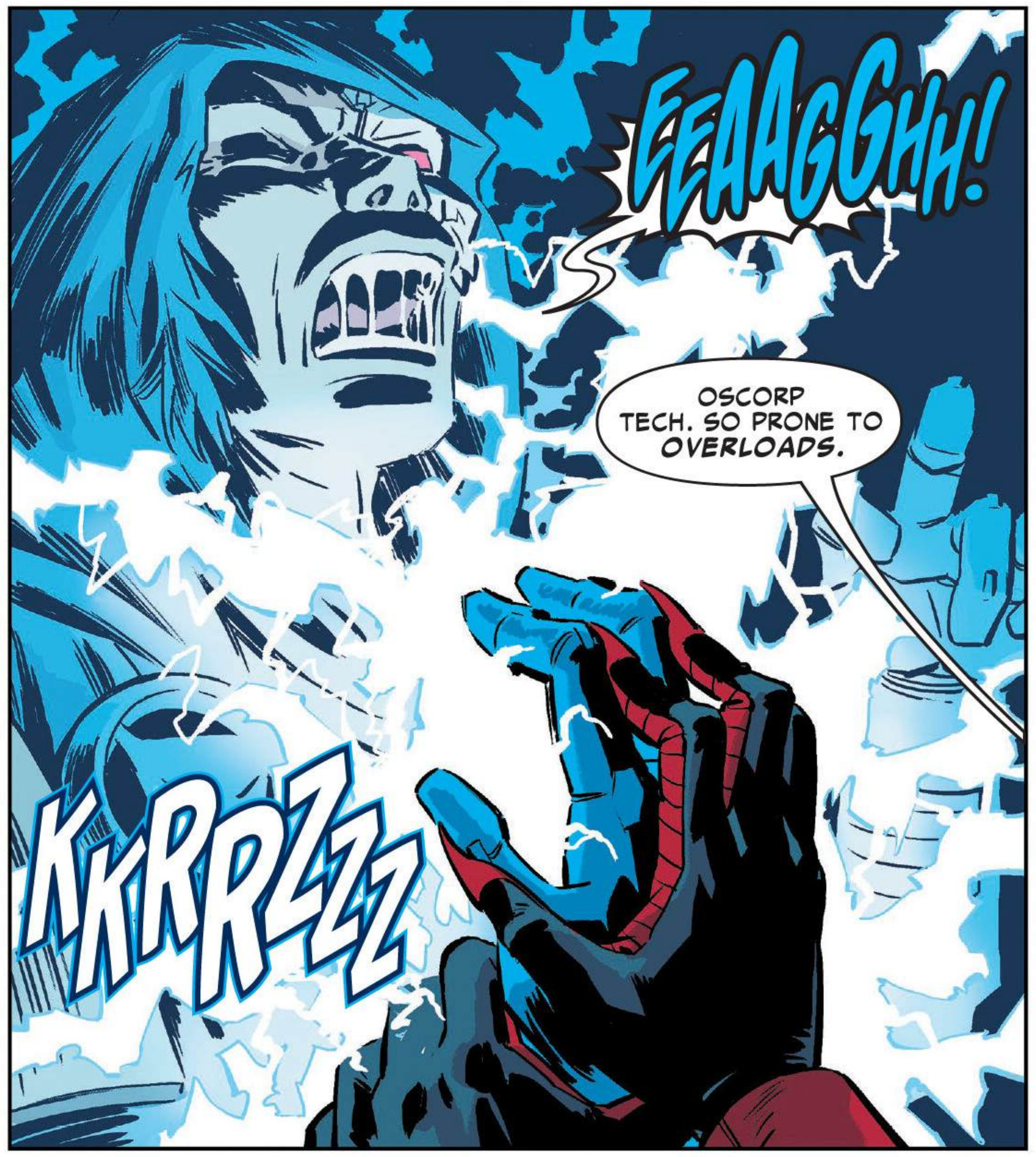
WHY WOULD I WANT *THAT?*
KSSHH
WOMEN LIKE NORAH, LAUGHING AT ME? MEN LIKE HIM, TREATING ME LIKE A STOOGE? WHY WOULD I GO BACK TO BEING A *LOSER?*
NO! PHIL, THERE'S MORE SERUM. WE CAN STILL--
HE DOESN'T WANT IT, BEN. CAN'T YOU SEE HE'S ALREADY *EXACTLY* WHAT HE WANTS TO BE?
DO YOU *MIND?*
FWOOSH
THIS IS A *FAMILY MATTER!*
EEAAAGHH!

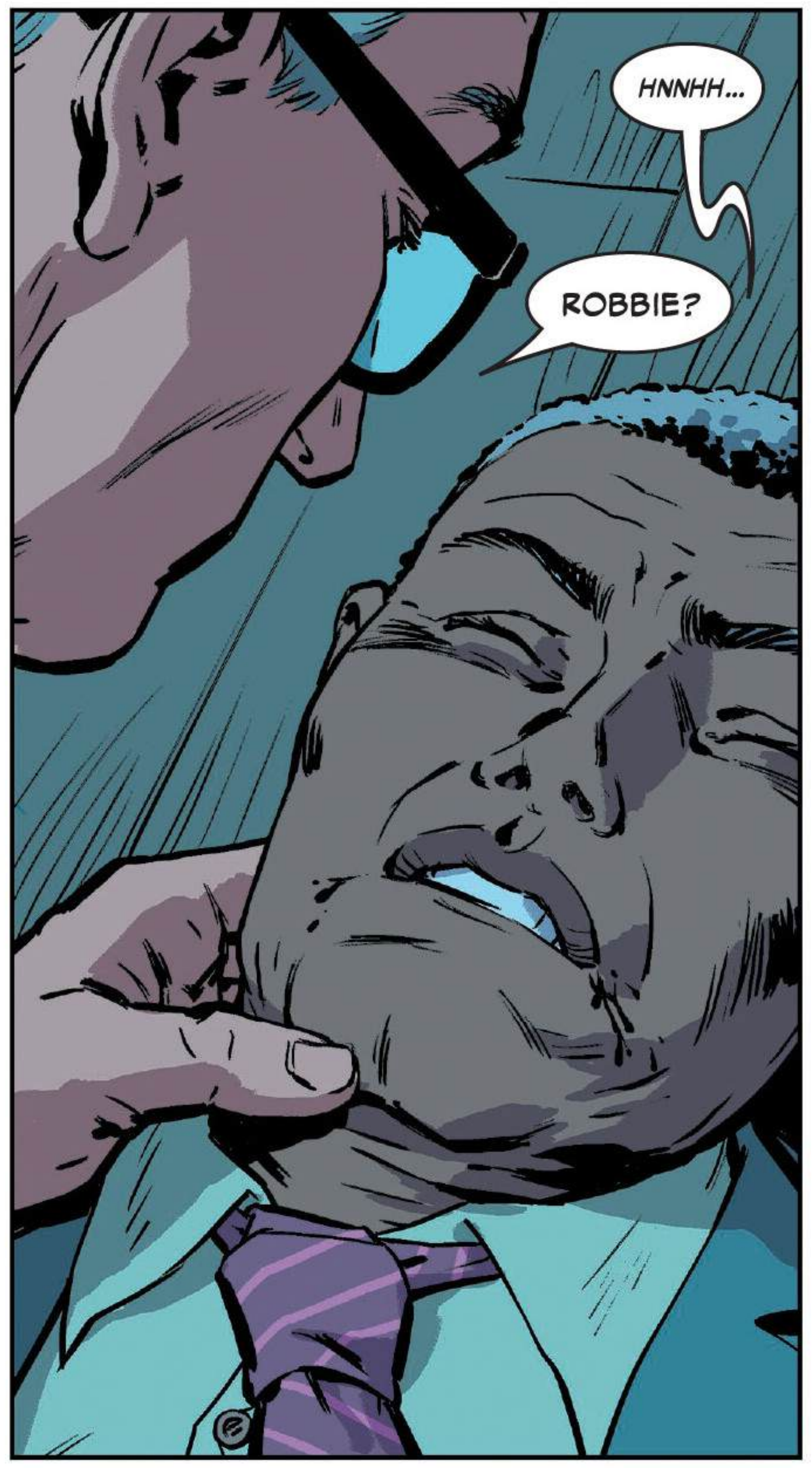
SPIDER-MAN! HE'S HERE!
PHIL URICH IS HERE!
YOU WEASELLY SONOFA--
SNITCHES GET STITCHES, PUNK. OR, IN YOUR CASE, EMBALMED.
WHSSTHKK
DID I GIVE AN ORDER?
ONLY I GET TO KILL MY BLOOD.
SORRY IT HAS TO GO THIS WAY. I KNOW YOU MEANT WELL.
TELL ME WHERE THE REST OF THAT "CURE" IS, AND WHO KNOWS HOW TO MIX IT. I DON'T WANNA MAKE THIS ANY MORE PAINFUL THAN I HAVE TO.

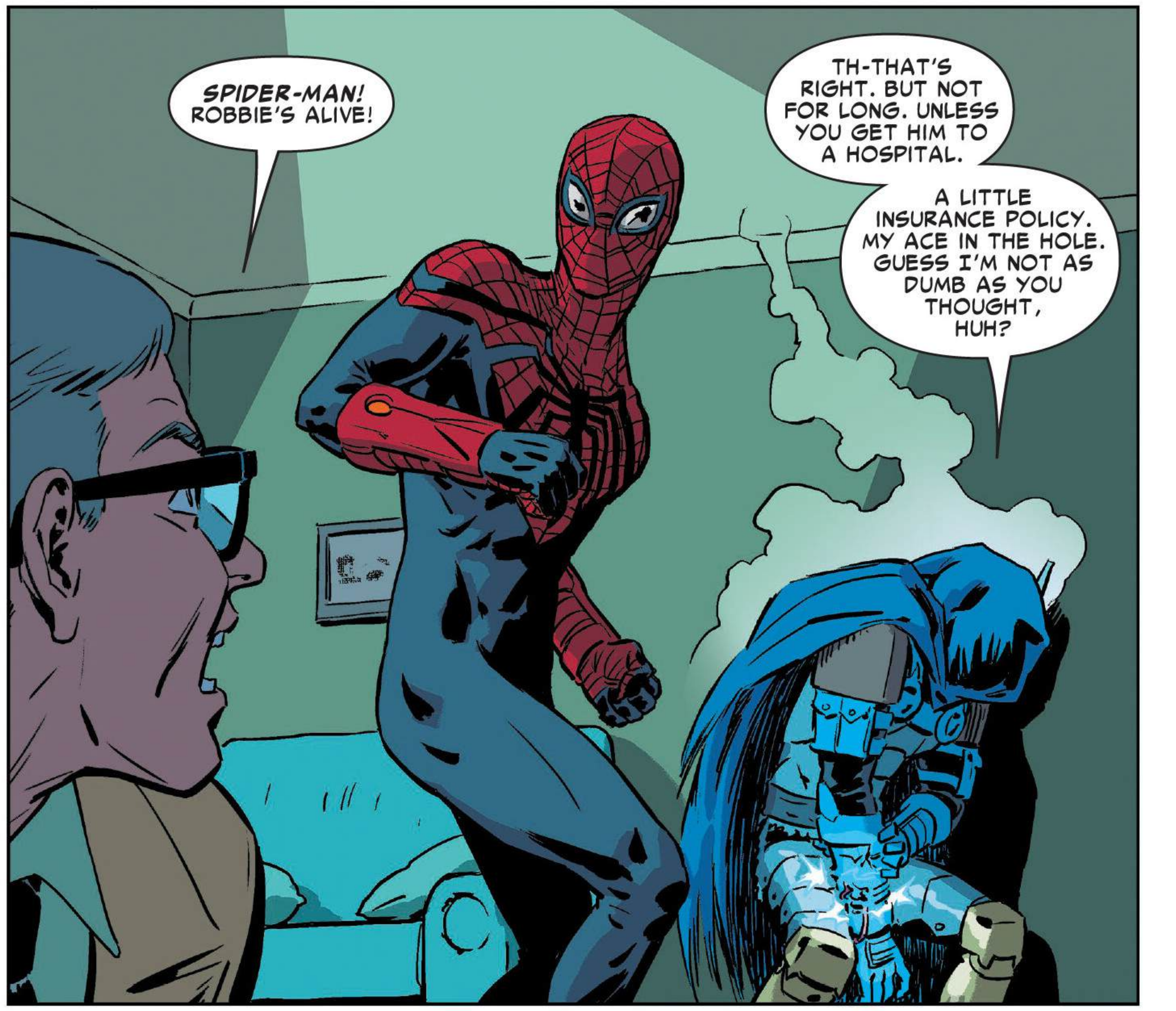
I--
--CAN'T SAY THE SAME.
KRAASSHH
BROK
THWIP
RRAHH!
COWARDS!
GNN!
STRIKE AT ME THROUGH OTHERS? TAKE HOSTAGES? TWO CAN PLAY THAT GAME.
WE'LL SEE WHAT *YOU'RE* WORTH TO THE GOBLIN.
OH, I'LL *SHOW* HIM WHAT I'M WORTH...
...BY BRINGING HIM YOUR HEAD!
HAHAHA!
HIS...FACE...
WITH THE MASK, IT WAS EASY TO TELL MYSELF HE'S CONFLICTED. AGONIZED. LIKE CARLIE.
BUT IT'S SO OBVIOUS. HE'S *ENJOYING* HIMSELF.
THIS *IS* WHO HE WANTS TO BE.

I HAVE NO TIME FOR YOU.
YOU'RE A PAWN. A *LACKEY* WHO APES HIS MASTER.
SO SUE ME.
I HAVE A WEAKNESS FOR THE *CLASSICS.*
SHZRAKK
GNAH!
HA! THE OLD GOBLIN ZAP!
DIDN'T KNOW I COULD STILL DO THAT, HUH?


SLIKT
NO. BUT I KNEW *ONE* OF YOU WOULD.


EEAAGGHH!
OSCORP TECH. SO PRONE TO *OVERLOADS.*
KKRRZZZ


HNNHH...
ROBBIE?


SPIDER-MAN! ROBBIE'S ALIVE!
TH-THAT'S RIGHT. BUT NOT FOR LONG. UNLESS YOU GET HIM TO A HOSPITAL.
A LITTLE INSURANCE POLICY. MY ACE IN THE HOLE. GUESS I'M NOT AS DUMB AS YOU THOUGHT, HUH?

HE'S DYING. AN AMBULANCE WON'T GET HERE FAST ENOUGH.
IF YOU'RE LYING TO SAVE YOUR NEPHEW--
I'M NOT.
ROBBIE CAN STILL BE HELPED. PHIL CAN'T.
WHATEVER HE IS, HE'S NOT MY NEPHEW ANYMORE.
VERY WELL.
ENJOY WHAT LITTLE FREEDOM YOU HAVE LEFT, URICH.
OH, I WILL.
I'M GONNA MAKE THE *MOST* OF IT.
HAHAHAHAHAHA!

Bellevue Hospital.
HE SHOULD LIVE. I HAVE TO GO.
IF YOU LEARN ANYTHING ABOUT YOUR NEPHEW IN THE FUTURE, YOUR FIRST ACT SHOULD BE TO CONTACT ME.
I TRUST YOU FINALLY UNDERSTAND WHAT HE'S BECOME.
ACTUALLY, I DON'T. I'M NOT SURE I EVER WILL.
BUT I UNDERSTAND THAT THE PHIL URICH I USED TO KNOW...
...IS AS DEAD AS MY WIFE.

I NEED TO ACCEPT IT.
YOU HAVE TO ACKNOWLEDGE YOUR LOSSES BEFORE YOU CAN MOURN THEM.
BUT I HAVEN'T LOST EVERYTHING.
I STILL HAVE *THE TRUTH.* THE ABILITY TO FIND IT, REVEAL IT, AND MAKE PEOPLE UNDERSTAND IT.
DAILY BUGLE
THE REAL NORMAN OSBORN
TO SHED LIGHT ON THE DARKNESS. ESPECIALLY WHEN IT'S HARD. ESPECIALLY WHEN IT HURTS. TO SEE THOSE RESPONSIBLE EXPOSED AND PUNISHED.
I OWE IT TO THE MAN PHIL ONCE WAS. AND TO MYSELF.
MY NAME IS BEN URICH.
TAK TAK TAK TAK TAK TAK TAK
AND I'M A REPORTER.

WHIRR--CLICK--SCAN COMPLETE. NO INTERNAL INJURIES.
W-WHERE...?
DIAGNOSIS: YOU WERE ONLY STUNNED.
QUERY: WOULD YOU CARE FOR A HOT BEVERAGE?
OH. RIGHT.
PARKER INDUSTRIES. PRISONER OF THE *LIVING BRAIN.*
FOR ABOUT *TWO MORE SECONDS.*
PERHAPS A COLD BEVERAGE?
KRANG
CHASING GHOSTS

DIRECTIVE: KEEP THE WRAITH CONFINED. NON-LETHAL FORCE IS AUTHORIZED TO PREVENT ESCAPE.
WARNING: YOUR FEAR GAS WILL NOT AFFECT THIS UNIT.
I KNOW. NOW HERE'S A WARNING FOR YOU.
I'M NOT GROGGY AND HALF-CONSCIOUS THIS TIME.
AND I'M A LOT MORE THAN FEAR GAS.
WHRAMM
CLICK-- HALT.
HOW ABOUT NO.
THAT ROBOT'S STURDY, BUT THE DOOR CONTROLS AREN'T. MY CORROSIVE GAS CAN SHORT THEM OUT.
FZZAT
THAT'LL HOLD HIM A WHILE. WHICH IS GOOD, 'CAUSE I'M GONNA HAVE MY HANDS FULL...

...WITH THE *MONSTER* THAT PUT ME IN HERE.
S-SAJANI... PLEASE...I NEED TO TAKE THE CURE *NOW!*
I'M STILL RUNNING TESTS. HOLD IT TOGETHER, CARLIE. I'M NOT GOING TO INJECT YOU WITH SOMETHING THAT COULD KILL YOU.
YOU'RE *IN A ROOM* WITH SOMETHING THAT COULD KILL *YOU*.
BUT YOU *WON'T*. YOU CAN BE STRONG A WHILE LONGER. OR IF YOU NEED ME TO STRAP YOU DOWN AGAIN, SAY THE WORD.
I WISH I COULD GET HOLD OF URICH. WHAT I REALLY NEED IS TO TEST THIS ON A LIVING CREATURE.
YOU COULD INJECT A LAB RAT WITH THE GOBLIN FORMULA.
I TRIED. IT BROKE OUT OF ITS CAGE AND CAME AT ME. IT MIGHT EVEN HAVE KILLED ME...IF IT HADN'T EXPLODED.
HH. HEH.
HAHAHAHAHA
THANKS FOR THE LAUGH.
NOW I KNOW WHERE TO *HIT*.

KNCH
GNN!
AND IF I DON'T LET GO...
...IT DOESN'T MATTER THAT YOU'RE *INVISIBLE*.
BRAKK
NAHH!

YOU *IDIOT!* WHAT ARE YOU DOING?
I'LL DEAL WITH YOU LATER, VICTORIA FRANKENSTEIN.
I'M TRYING TO *CURE* HER. SHE'S IN CONTROL-- BARELY--BUT IF YOU KEEP THIS UP, YOU'LL PUSH HER OVER THE EDGE!
KTNCH
OH...
...I'M *OVER.*
AND SO ARE YOU.
HAHAHAHAHA!

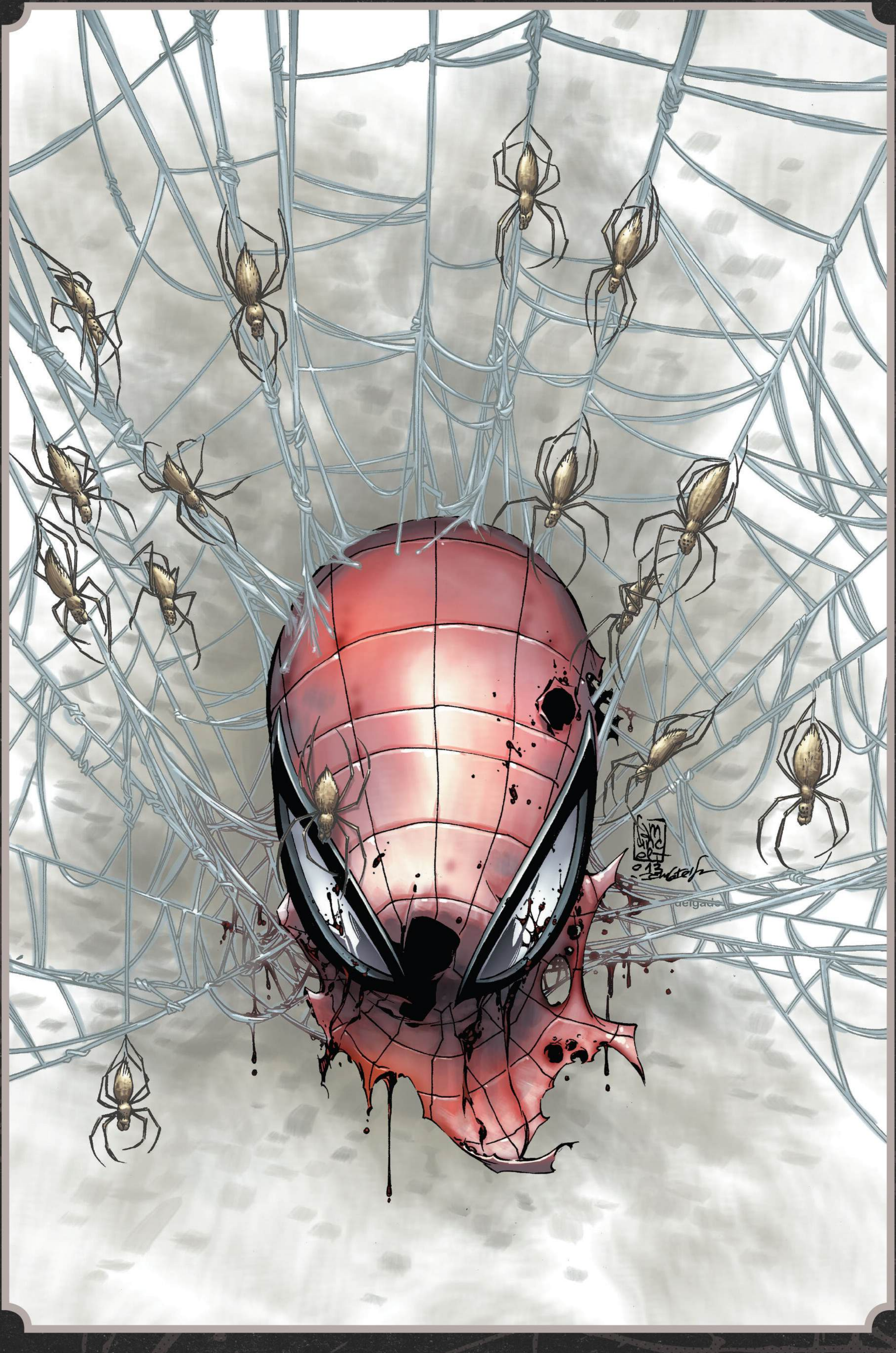
UHH!
I WAS CONFUSED...
...BUT I SEE SO *CLEARLY* NOW.
BRAMM
TOO BAD *YOU* CAN'T SAY THE SAME.
WRAITH, *LOOK OUT!* ARE YOU *BLIND?*
I CAN'T SEE HER! HOW CAN *YOU?*

OKAY. I KNOW WHAT'S HAPPENING. AND HOW TO FIX IT.
WRAITH, GRAB HER AGAIN. HOLD HER.
EASY FOR YOU TO SAY!
YOU WANT TO CUDDLE? I LOVE A WARM HUG. KNOW WHAT'D MAKE IT WARMER?
YOUR BLOOD. HAHAHA!
SORRY, CARLIE. BUT WE'RE OUT OF OPTIONS.
AAA!
YOU'RE THE ONE OUT OF OPTIONS, NERD.
YOU LIKE NEEDLES? I'LL JAB A FEW INTO YOUR *FACE*...

HNGG!
W-WHAT DID YOU DO TO ME, YOU--
IT'S WORKING!
N-NOT... FAST ENOUGH. I'LL STILL KILL--
WAIT.
JAFFREY SAJANI
SCANNER
45
DID YOU CALL HER...
JAFFREY SAJANI
SCANNER
45
...CARLIE?
I-- I FEEL SO--
JAFFREY SAJANI
ANALYSE
45
CARLIE COOPER?
--STRANGE...

UNNHH...
CARLIE, I'VE BEEN LOOKING EVERYWHERE FOR YOU!
EVER SINCE PARKER TOOK YOU!
N-NOT... PETER. IT WAS... THE GOBLINS...
SHE'S UNCONSCIOUS.
HELP ME GET HER ON THE EXAM TABLE.
YOUR EYEPIECES... DO THEY USE THE SAME *FACIAL RECOGNITION* TECH AS SPIDER-MAN?
HOW'D YOU KNOW?
BECAUSE THERE'S A GLITCH. YOU CAN'T SEE ANYTHING THAT LOOKS LIKE A GOBLIN.
SON OF A--NOW IT ALL MAKES SENSE.
THERE'S A LOT I WANT TO ASK CARLIE. WHEN WILL SHE WAKE UP?
THE FORMULA'S EXPERIMENTAL. IT'S NOT "*WHEN.*"
IT'S "*IF.*"

THIS WHOLE TIME, I'VE BEEN CHASING THE WRONG TARGET. CARLIE NEEDED ME, AND I WAS--
I'M NOT A DOCTOR. THERE'S NOTHING I CAN DO HERE.
BUT AT LEAST I CAN GET OUT THERE AND MAKE THE GOBLINS PAY.
MY EYES ARE OPEN NOW.
KRNCH
TAKE CARE OF HER.
I'LL DO WHAT I CAN.
HEY, WHAT WERE YOU AFTER PETER ABOUT? AND SPIDER-MAN?
IF WE LIVE THROUGH THIS, MAYBE I'LL TELL YOU. BUT RIGHT NOW, TO BE HONEST...
...IT JUST DOESN'T SEEM TO MATTER.



SUPERIOR *Spider-Man #30* “GOBLIN NATION PART FOUR: A TROUBLED SOUL”

Empire State University.
THE ARMOR'S THINNEST AT THE JOINTS! HIT 'EM WHERE THEY'RE WEAK!
YOU THINK I DON'T KNOW THAT?!
OOH, BRILLIANT STRATEGY! THAT'S WHAT I WAS TRYING TO DO BY KILLING THE WEB-SLINGER'S CHUBBY LITTLE PAL, LAMAZE...REST HIS SOUL.
BUT, JUST LIKE THESE SPIDER-SLAYERS, SPIDEY'S GOTTEN TOUGHER. SO I GUESS I'LL HAVE TO TRY HARDER.
A YOUNGER, MORE VULNERABLE VICTIM. PERHAPS A DAMSEL IN DISTRESS! SOMEONE OL' SPIDEY HERE HAS SAVED IN THE PAST.
THAT'S ANOTHER ONE FROM YOUR WIN COLUMN, ISN'T IT, BUG? ALBEIT A SMALL VICTORY. MENACE, SHOW HIM WHO I'M TALKING ABOUT.
LOOK INTO THE CAMERA, SWEETIE. SHOW YOUR FRIEND SPIDER-MAN HOW TERRIFIED YOU ARE. CAN YOU SCREAM, OR DO YOU NEED ME TO MAKE YOU?
DON'T FALL FOR IT, SPIDER-MAN! IT'S A TRAP!
ANNA MARIA!
OH, NO! AUNTIE EM! AUNTIE EM! HAA HA HA!

I'LL **KILL** YOU!
WHY AREN'T MY CONTROLS WORKING? I HELPED **BUILD** THESE SHOCKING THINGS! WITH TECH FROM 2099! THERE'S NO WAY SOMEONE COULD HACK IT FROM OUTSIDE--
OF COURSE THE GOBLIN COULD! HE HACKED **MY** TECH, YOU DOLT, WHICH IS **CENTURIES** AHEAD OF ITS TIME! **QUIET!** I DON'T HAVE TIME FOR YOUR NONSENSE!
NO, YOU DON'T. YOU HAVE A GIRL TO SAVE! BUT YOU HAVE NO IDEA WHERE SHE IS, DO YOU?
*HERE, I'LL GIVE YOU A FREE PASS. ALL YOU HAVE TO DO IS LEAVE LITTLE BOY BLUE TO FIGHT A BATTLE HE CAN'T **POSSIBLY** WIN ALONE.*
*WHAT'LL IT BE? THE LADY OR THE SPIDER? **HAHAHA!***
HE'S TIPPING HIS HAND. HE KNOWS TOGETHER WE CAN BEAT THESE ROBOTS. THEN I'LL HELP YOU FIND THE GIRL. SOUND GOOD?
SPIDER-MAN...?
YOU BITHEAD! I KNEW YOU WERE A POSER!
THE **REAL** SPIDER-MAN WOULD NEVER--

The Mindscape.
WHERE PETER PARKER'S PERSONA IS TRAPPED, RELIVING THE LIFE OF DR. OCTOPUS.
YES...I REMEMBER NOW. I WAS DYING. ENACTING MY BOLDEST PLAN...AND ENSURING THAT, IF IT FAILED, THERE WOULD BE A CONTINGENCY.
MY MIND, MY MEMORIES--EVERYTHING I AM--UPLOADED INTO A GOLD OCTOBOT.
IT WORKED! NOW I, OTTO OCTAVIUS, AM SPIDER-MAN!
TRANSFERRED INTO THE BODY OF MY GREATEST ENEMY.
AHH!

THE CITY! I SWORE TO PROTECT HER BETTER THAN PARKER EVER COULD. NOW LOOK AT IT! IN FLAMES...RACKED WITH VIOLENCE... THE GOBLIN'S HORDES RAMPAGING WITH IMPUNITY.
MY BASE, DESTROYED. MY MEN, GONE. PARKER INDUSTRIES, IN DIRE STRAITS. THE MAYOR HAS TURNED ON ME, EVEN AS I'VE ALIENATED MY ALLIES.
BUT ALL THAT PALES COMPARED TO ONE THING. ANNA MARIA, THE WOMAN I LOVE, IS IN THE HANDS OF A MADMAN.
AND ALL OF IT IS MY FAULT.
NYPD
LIKE SO MANY TIMES BEFORE, THE BRILLIANT OTTO OCTAVIUS... THE "MASTER PLANNER"...THE SELF-CHRISTENED "SUPERIOR" SPIDER-MAN...
...HAS FAILED.
ANTIQ
HES
N AVE.
LONG LIVE THE GOBLIN KING
THERE'S TOO MANY OF 'EM! CAN'T THE AVENGERS DO SOMETHING?
THAT'S A NEGATIVE.
POLICE DEPARTMENT
THEY'VE GOT THEIR HANDS FULL.
THE CLINIC HAD MORE PATIENTS THAN THIS! I'VE GOT TO FIND THEM ALL!
WE WILL, CARDIAC. BUT I CAN'T IGNORE WHAT I'VE SEEN HERE. AN ILLEGAL MEDICAL FACILITY TRYING UNPROVEN PROCEDURES? YOU'LL HAVE TO ANSWER FOR THAT.
SPIDER-MAN KNEW. HE DIDN'T JUST CONDONE WHAT WENT ON HERE...
...HE PARTICIPATED. IRON MAN, WHEN THIS IS OVER, WE'LL HAVE TO ARREST HIM.
THANKS FOR THE HELP...WRAITH, WASN'T IT?* THESE ROBOTS JUST CAME OUT OF NOWHERE!
NO...THEY'RE THE MAYOR'S. AND THEY'RE SUPPOSED TO BE ON OUR SIDE. IF THEY WEREN'T SAFE, WHAT WAS HE THINKING PUTTING THEM IN THE FIELD?
*TO SEE HOW THE WRAITH GOT HERE, READ SSM ANNUAL #2. -NICK.

City Hall.
MR. MAYOR! YOUR TAXPAYER-FUNDED ROBOTS HAVE TURNED AGAINST AUTHORITIES! WILL YOU RESIGN IN THE FACE OF THIS UNMITIGATED DISASTER?
IT'S NOT *MY* FAULT! IT'S SPIDER-MAN'S! HE COERCED ME INTO--
COERCED YOU? HOW?
IT--I--I DIDN'T *BUILD* THE DARN THINGS! ALCHEMAX DID! THEY'RE TO BLAME!
PRESS
MR. MAYOR, I HAVE ALCHEMAX C.E.O. LIZ ALLAN HERE TO ADDRESS YOUR CHARGES.
FALSE CHARGES. I WARNED THE MAYOR THE ROBOTS WEREN'T *READY*, BUT HE PROCEEDED ON HIS OWN.
PRESS
THESE WAIVERS, SIGNED BY HIM, PROVE IT. AND IN ACCORDANCE WITH OUR CONTRACT, ALCHEMAX IS *SEVERING* ALL TIES TO THE JAMESON ADMINISTRATION.
WE'RE DOING ALL IN OUR POWER TO CORRECT THE MAYOR'S *TRAGIC* MISTAKES. I'LL HAVE ANOTHER STATEMENT WHEN THE CRISIS HAS PASSED. THANK YOU.
OSCORP
KLIK
THAT'S ONE DISASTER AVERTED. NOW--OH NO. CAN'T LEAVE *THAT* LYING AROUND--
MOTHER? CAN I COME BACK IN? I THINK I MISPLACED--
NOT NOW, DEAR. MOMMY'S BUSY, SHE HAS A COMPANY TO RUN.
BUT ALWAYS REMEMBER, NORMIE... I'M DOING THIS FOR YOU.
THIS IS *ALL* FOR YOU.

I...DON'T KNOW WHERE TO *BEGIN*. ANNA MARIA'S PROBABLY UNDERGROUND, BUT THE GOBLINS HAVE *MILES* OF TUNNELS.
MY SPIDER-BOTS ARE NO HELP. I'VE NO ARMIES. NO ALLIES. I'M ALONE IN THIS.
DAMN IT, *WHAT WOULD PARKER DO?*
HAHA HAHAHA HAHA
WHO--
MENACE! AWAY, WOMAN. I HAVE NO TIME TO WASTE ON *LESSER* GOBLINS!
SAYS THE FOOL WHO'S BARELY *HALF* A SPIDER-MAN! BUT THAT WORKS OUT NICELY, DOESN'T IT?
'CAUSE WE HAVE A GIRL WHO'S BARELY *HALF* A HOSTAGE.
BUT NOT FOR LONG. IT'S HER *TIME* THAT'S RUNNING *SHORT!* *HA HA HA!*
WHERE IS SHE?!
THIS WAY, SPIDER-PUSS. BUT HURRY UP. SHE'S JUST *DYING* TO SEE YOU!
THE GOBLIN UNDERGROUND

The Mindscape.
I REMEMBER THIS. PARKER, MY OLD FOE, WAS *DYING*...
...TRAPPED IN MY FRAIL, DECAYING FORM. I'D FINALLY *WON*. HE COULDN'T REVERSE THE PROCESS...
IT'S ALL FLASHING BEFORE MY EYES...AND I'M GIVING YOU A RINGSIDE SEAT.
...BUT ENOUGH OF A LINK EXISTED THAT HE COULD *FORCE* ME TO RELIVE *HIS* MEMORIES.
GNH!
W-WAIT. NOT... NOT "*HIS*" MEMORIES.
MY MEMORIES.
STOP! I DON'T WANT THIS!
I DO.
I'M *PETER PARKER.*
AND THAT'S MY *LIFE!*

EVERY TRIUMPH. EVERY TRAGEDY. THE HEARTACHE... AND THE JOY.
FAMILY. FRIENDS. THE ADVENTURE OF IT ALL. AND THE FUN.
MY GOD, THERE WAS SO MUCH *FUN*.
AND IT'S MINE! THE GOOD *AND* THE BAD. I BUILT THAT. AND I'M NOT SURRENDERING *ONE SECOND* OF IT.
I'M TAKING IT BACK!
ALL OF IT!
HONK! HONK!
YOU KNEW?
A-AUNT MAY... I NEED A MINUTE TO TAKE THIS IN. I--
YOU KNEW?
WOW! WHAT A CREEPY-LOOKIN' GIZMO THAT IS!
THABAMM!
BOO!
--I'M GETTING SOME HELP!
FACE IT, TIGER... YOU JUST HIT THE JACKPOT!
I'M GOING TO SAVE EVERYBODY!

The Goblin Underground.
I SWEAR TO YOU, IF THAT WOMAN'S BEEN HURT, YOU'LL SUFFER IN WAYS YOU NEVER DREAMED POSSIBLE!
HAHAHA! LOOK AT YOU! BARELY EVEN BOTHERING TO DODGE! I DON'T THINK I'VE EVER SEEN YOU SO DESPERATE.
MY SISTER DIED BECAUSE OF YOU. AND MAKE NO MISTAKE, SPIDER-FAKE, YOU'RE GONNA DIE TOO. BUT NOT UNTIL *YOU'VE* SUFFERED.
OH, LOOK. THE GOBLIN EXPRESS IS PULLING INTO THE STATION.
IS *THIS* YOUR STOP?
HRRONNKKK
ANNA MARIA!
I'VE DONE BRIDGES. THIS TIME I THOUGHT I'D GO WITH TUNNELS!
HAHAHAHAHA!

WAIT... AMY CHEN?
ANOTHER ONE YOU SAVED, OTTO! SHE'S MAKING A FULL RECOVERY... ALTHOUGH SHE'S ABOUT TO FEEL A MITE RUN-DOWN.
BACK IN SSM #8! -NICK.
I-IF I MISS-- IF I'M HIT-- THERE'LL BE NO ONE TO SAVE ANNA MARIA.
WHAT SHOULD I--
JUMP!!
BRRMMMMMMMMMMMMMM

OH, WELL DONE! THAT'S ONE FOR YOU, OTTO. ONE RIGHT MOVE TODAY, AMID ALL THE FAILURES. BUT REMEMBER, THE OTHER LITTLE DARLING IS STILL IN PLAY...
KLA
KLAK
S-SPIDER-MAN?
SHH. YOU'RE SAFE NOW.
TRAIN'S GONE...NO SIGN OF MENACE, EITHER. THEY'RE OFF TO PUT TOGETHER THEIR NEXT SET PIECE. ONE THING YOU CAN ALWAYS COUNT ON IS A GOBLIN'S SHOWMANSHIP.
YOU SCREWED UP, OTTO. WHEN THERE'S TIME, YOU WEIGH OPTIONS. WHEN THERE'S NOT, YOU ACT. AND YOU ALWAYS DO THE RIGHT THING.
EVEN IF IT MEANS GIVING UP THE ADVANTAGE...LIKE I JUST DID. YOU KNOW I'M HERE NOW. AND I KNOW WHAT THAT MEANS: ROUND TWO.
WELL, BRING IT. I'M READY THIS TIME.
YES.
YOU ARE.

GET HER SOMEWHERE SAFE...IF THERE'S SUCH A PLACE LEFT IN THIS CITY.
OH MY GOD. HOW COULD YOU LET THINGS GET SO BAD?
I DIDN'T REALLY COMPREHEND WHAT I WAS IN FOR. I WAS *ARROGANT...*
...NO. IT'S MORE THAN THAT. WE'VE BOTH BEEN IN EACH OTHER'S HEADS. WE KNOW THE TRUTH.
I'M ARROGANT, YES, BUT IT'S BECAUSE I *KNOW*...UNDERNEATH IT... THAT I'M *NOT* THE BEST. I'M FLAWED. SO I OVERCOMPENSATE.
84
BUT YOU...YOU'RE GUILT-RIDDEN BECAUSE, DEEP DOWN, YOU KNOW YOU ARE SMARTER THAN OTHERS. *BETTER.* BUT IT CAME AT A PAINFUL PRICE. SO YOU *SABOTAGE* YOURSELF.
THAT *WON'T* HAPPEN TODAY. YOU SAID IT YOURSELF. WHEN LIVES ARE AT STAKE, YOU DON'T HESITATE.
TODAY, YOU WILL OWN UP TO IT. TODAY YOU MUST ACCEPT THAT *YOU...*
...ARE *SUPERIOR.*
THE SUPERIOR *HERO. THAT* IS WHAT WE ALL NEED. THAT, AND *NOTHING LESS.*
OTTO, I--I--
WAIT. *PARKER INDUSTRIES?* WHAT THE *WHAT?*
PARKER
INDUSTRIES
NO TIME. FOLLOW ME!

SPIDER-MAN? SHOULDN'T YOU BE OUT FIGHTING GOBLINS?
WHATEVER. IT'S A GOOD THING YOU CAME, BECAUSE WE'VE HAD A--
SILENCE, MS. JAFFREY. I HAVE NO TIME FOR YOU NOW.
HEY! THAT'S PETER'S LAB! YOU CAN'T JUST GO--
SHUT UP!
MY LAB?
P
PI
PARKER INDUSTRIES
RESTRICTED ARE
ROBOT, READY THE CHAIR. I WILL BE ENTERING THE MINDSCAPE.
CLICK--YES, DOCTOR.
JUST SO YOU KNOW, OTTO, IF THIS IS SOME KIND OF TRAP...I'M READY FOR ANYTHING.
I BELIEVE YOU.
THAT'S WHY I'M DOING THIS.

YOU MUST HAVE NO DISTRACTIONS. NO CONFUSION. I'M EXPUNGING ALL MY MEMORIES...
...ONE AFTER THE OTHER.
MY LIFE AS A VILLAIN MUST BE ERASED...
...ALONG WITH MY HEROIC DEEDS.
YOUR CHILDHOOD...?
YES. IT'S VANISHING.
AND...FINALLY... WHAT I'VE HELD ON TO...SO PASSIONATELY.
BUT IT MUST GO AS WELL.

MY ANNA MARIA.
YOU...YOU REALLY LOVE HER.
YES.
AND TO SAVE HER...I MUST GIVE UP EVERY PART OF THAT LOVE.
FOR I KNOW...ONLY *YOU* CAN SAVE HER.
BECAUSE YOU *ARE* THE SUPERIOR SPIDER-MAN.

OPEN

MY TURN.

THE SUPERIOR SPIDER-MAN
delgado

SUPERIOR *Spider-Man #31* **"GOBLIN NATION CONCLUSION: AMAZING" / "ACTIONS HAVE CONSEQUENCES"**

EYES WIDE OPEN, MS. MARCONI.
I'M *DYING* TO KNOW WHAT YOU THINK OF THE VIEW.
SEE? YOU'RE NOT IN MY DUNGEON ANYMORE, PRINCESS. YOU'RE UP IN THE TOWER NOW.
OH GOD. PLEASE, I DON'T WANT TO--
TAKES YOUR BREATH AWAY, DOESN'T IT? THE GOBLIN UNDERGROUND IS NO MORE. LOOK UPON MY *NEW* KINGDOM.
NEW YORK HAS FALLEN. BEHOLD...
...MY GOBLIN NATION!
HA HAHA HAHA

Parker Industries.
THIRTY SECONDS BACK IN MY OWN BODY AND ALREADY SOMEONE'S MAD AT ME.
SO THAT'S IT? YOU JUST CAME HERE FOR A CHANGE OF *CLOTHES?*
SOMETHING LIKE THAT.
SAJANI, SORRY IF I WAS A LITTLE RUDE BEFORE.
HAVE A FEELING I'M GOING TO BE SAYING THAT A *LOT.*
WHATEVER. GET OUT.
THE CITY'S LOUSY WITH GOBLINS, AND YOU'RE MAKING US A TARGET.
I'M GOING. I HAVE TO--
SAJANI?
CARLIE?
THE INJECTION WORKED. I'M ALMOST BACK TO NORMAL... ALMOST.
WHAT *HAPPENED* TO YOU? HOW IS *THIS* "NORMAL"?
MS. COOPER WAS INFECTED WITH *GOBLIN FORMULA.*
YOUR *"FRIEND,"* PETER PARKER, USED MY BLOOD TO SYNTHESIZE A CURE.
WAIT. OTTO DID *WHAT* NOW?
YOU HAVE A WAY TO *NEUTRALIZE* GOBLIN SERUM? CAN YOU MAKE MORE? *FAST?*
TWO OR THREE DOSES. BUT *"CURING"* DOESN'T SOUND LIKE YOU.
SURE YOU WOULDN'T RATHER SHOOT THEM IN THE FACE, OR BEAT THEM HALF TO DEATH ON WEBCAM?
WHAT CAN I SAY? I WOKE UP FEELING LIKE A *NEW MAN.*

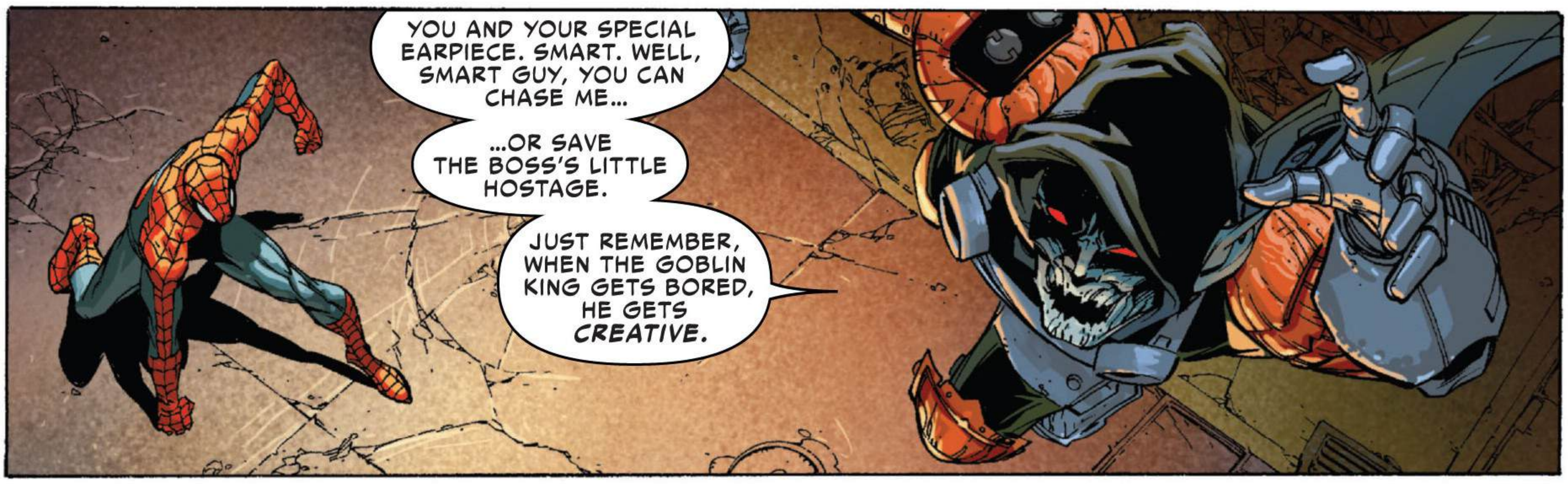
LET'S LEAVE MS. JAFFREY TO HER WORK. WE SHOULD TALK.
NOT SURE WHAT YOU EXPECT ME TO SAY TO YOU...
CLICK
...DR. OCTAVIUS. GUESS I'M GRATEFUL YOU CURED ME...
...BUT YOU STILL STOLE THE BODY OF A GOOD MAN, AND LET HIM DIE IN YOUR PLACE. I'LL *NEVER*--
CARLIE, IT'S ME. *PETER.* I'M BACK. AND I CAN PROVE IT!
WHEN OCK SWAPPED MINDS WITH ME, WHEN I WAS IN *HIS* BODY...
...I TOLD YOU, YOU DIDN'T BELIEVE ME, AND YOU TOOK A SHOT AT ME.
THINK ABOUT IT. THE ONLY *POSSIBLE* WAY I'D KNOW *THAT* IS IF WE SWITCHED *BACK.*
P-PETER...?
IT *IS* YOU. OH, THANK GOD...
I KNOW. AND I'M SORRY, BUT I HAVE TO GO.
THERE'S A GIRL IN DANGER. ANNA MARIA MARCONI. PARKER'S GIRLFRIEND. I MEAN, OTTO'S... WHEN HE WAS ME.
WOW. YOUR LIFE'S ABOUT TO GET *VERY* COMPLICATED.
TELL ME ABOUT IT. REALLY, *TELL* ME...
...BUT JUST THE HIGHLIGHTS. WHAT I MISSED WITH THE GOBLIN...AND FAST.
HOW'D HE GET SO POWERFUL SO QUICKLY?
YOU--OTTO--COVERED THE CITY WITH SPIDER-BOTS AND MINI-BOTS, LOOKING FOR CRIME.
BUT THE GOBLIN HACKED THEM. MADE THEM BLIND TO ANYONE WITH A GOBLIN MASK OR LOGO...

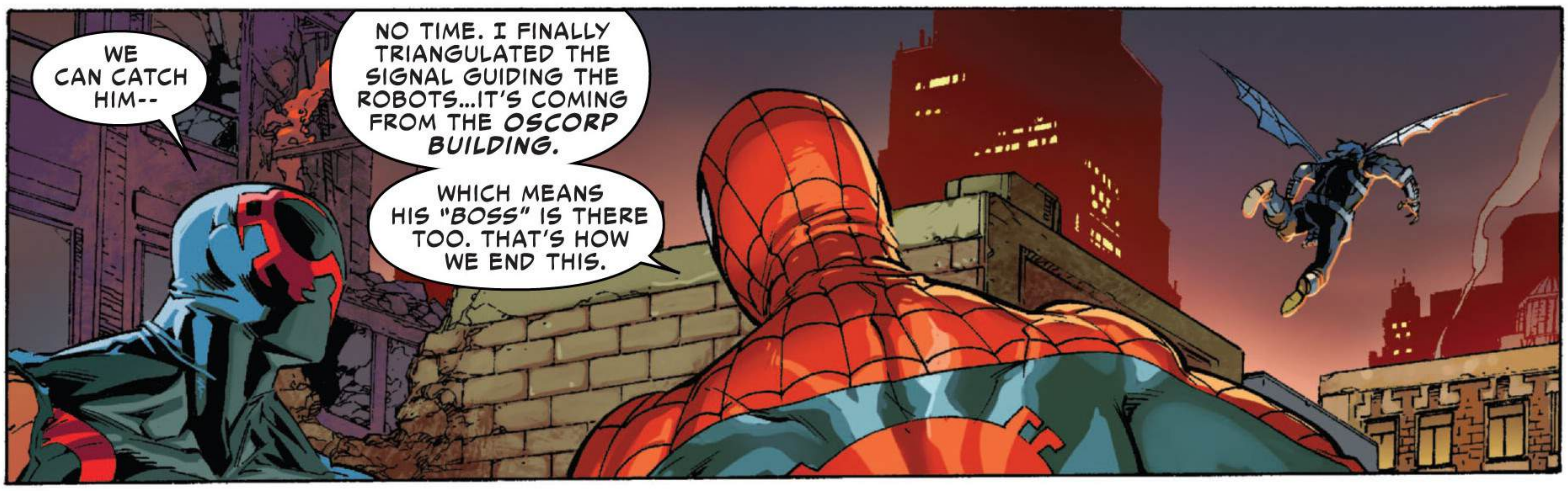
OKAY. THINGS ARE BAD, BUT I CAN HANDLE THIS. AFTER WHAT I JUST CAME BACK FROM, I CAN HANDLE *ANYTHING.*
BUT FIRST, THERE'S SOMETHING I HAVE TO DO. SOMETHING OTTO WOULD'VE CONSIDERED UNIMPORTANT...
...BUT THERE'S NOTHING *MORE* IMPORTANT. NOT IN THE WHOLE WORLD. I HAVE TO HEAR HER VOICE AND KNOW SHE'S OKAY.
SECURE LINE: CALL AUNT MAY.
TEK
Connecticut.
PETER? YES, I'M FINE...YES, JAY'S WITH ME, AND MARY JANE.
BUT YOU *KNEW* THAT. WHY ARE YOU CALLING BACK? ARE *YOU* OKAY?
JUST MAKING SURE.
AND YEAH, I'M FINE. IN FACT...
THWIP
...I'VE NEVER BEEN BETTER IN MY LIFE!
GLAD YOU'RE ALL SAFE. I'LL CHECK BACK AS SOON AS I CAN. I LOVE YOU.
FROM WHAT I HEARD OF THAT, YOUR EX WENT FROM JERK TO SWEET GUY IN THE SPACE OF TWO CALLS. IS HE BIPOLAR?
NO, OLLIE, THAT'S JUST PETE... AND THAT'S WHY HE'S MY EX. YOU NEVER KNOW WHAT'S NEXT.
IF PETER GOT THROUGH, MAYBE I CAN REACH MY SON NOW.
I CAN ONLY IMAGINE WHAT JONAH'S GOING THROUGH...

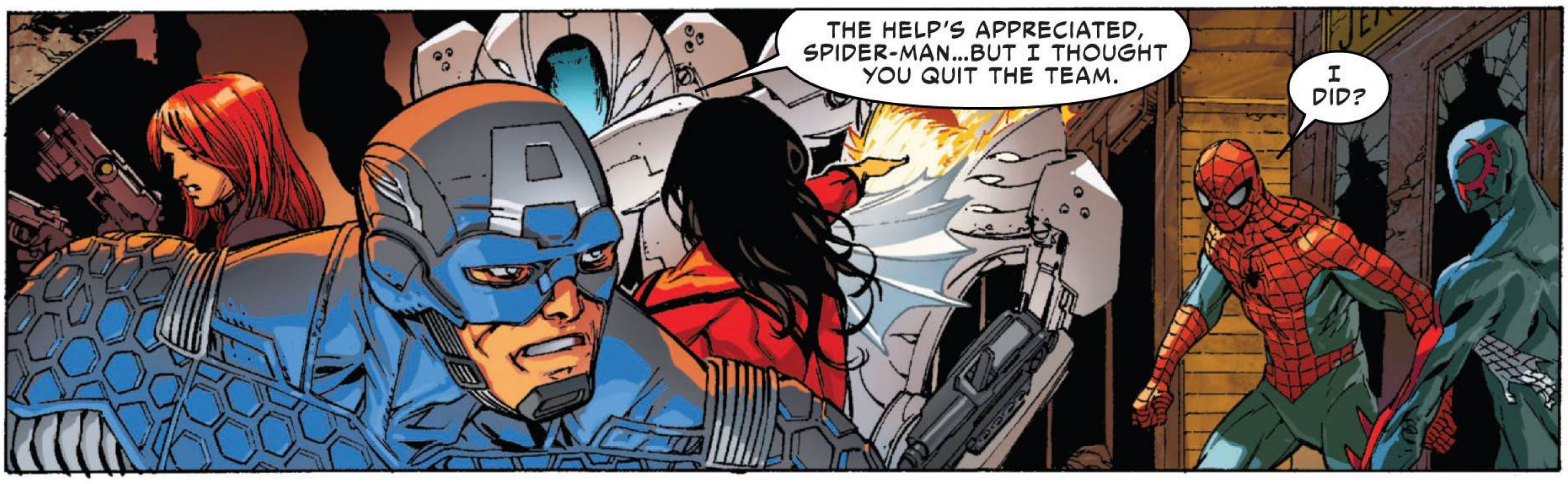
Mayor Jameson's office.
I'M RUINED!
SPIDER-SLAYERS-- MY SPIDER-SLAYERS-- ATTACKING POLICE... WEARING MY FACE... THERE'S NO COMING BACK FROM THIS.
AND I HAVE NO ONE TO BLAME BUT MYSELF.
EXCEPT THOSE CHARLATANS AT ALCHEMAX. THEY DESIGNED THE ROBOTS. AT LEAST THEY'LL GO DOWN WITH ME. NO COMPANY CAN PUT A POSITIVE SPIN ON SUCH A DEBACLE.
Alchemax.
SEE FOR YOURSELVES, MY FRIENDS. LIVE FOOTAGE OF ALCHEMAX SLAYER-BOTS FIGHTING THE AVENGERS TO A STANDSTILL.
NOW IMAGINE WHAT THEY COULD DO IN...TROUBLED NATIONS LIKE YOURS.
BIDDING STARTS AT TWELVE MILLION PER UNIT.
FIFTEEN!
I'LL TOP ALL BIDS, MR. STONE!

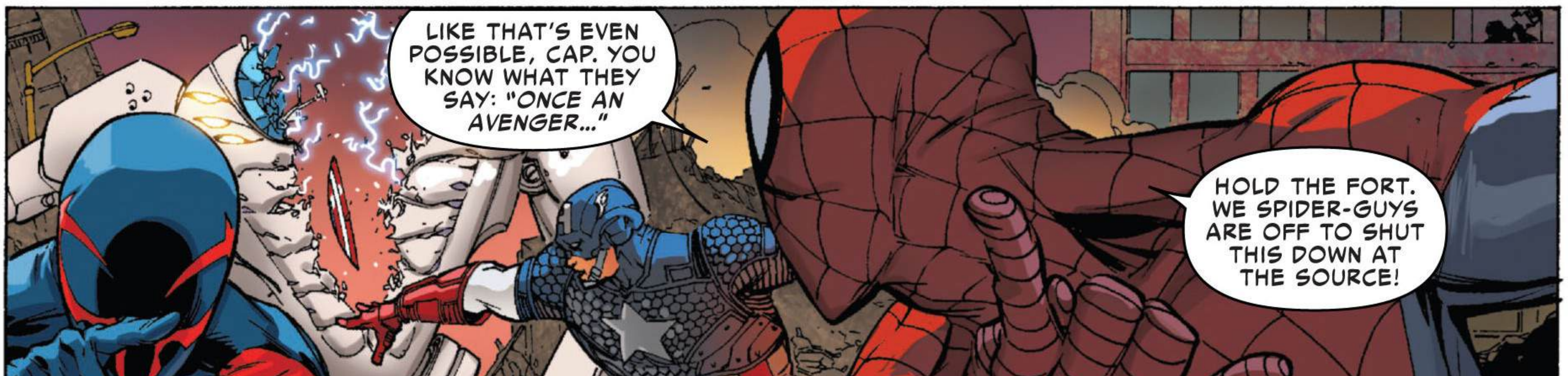
Empire State University.
HFF...HFF... HFF...
THINK THAT'S...ALL OF 'EM...
NOT QUITE!
SKRAM
MIGUEL O'HARA? WHAT ARE YOU DOING IN THIS TIME--
--GLKK!
YOU LEFT ME TO FIGHT ALL THOSE SHOCKING ROBOTS SO YOU COULD CHANGE COSTUMES?
DID YOU EVEN TRY TO SAVE THAT GIRL?!
WAIT!
I WAS BRAIN-SWAPPED WITH DOC OCK, SO I DON'T KNOW WHAT'S BEEN HAPPENING...
...BUT I'M OFF TO FIGHT THE GREEN GOBLIN AND I COULD USE SOME HELP...OLD BUDDY, OLD PAL...?
...
YEAH, THAT SOUNDS JUST STUPID ENOUGH TO BE RIGHT. LET'S GO.

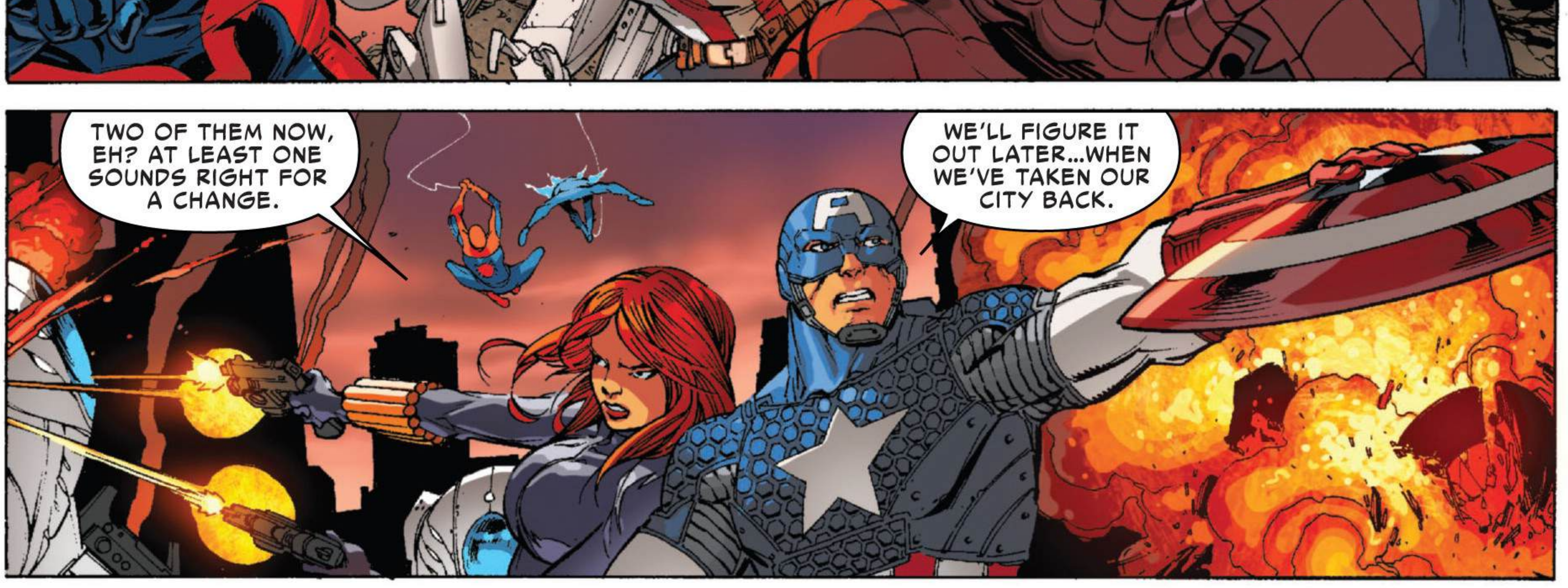
Midtown.
THE ENEMY HORDES ARE ENDLESS!
AVENGERS! THOR AND I COULD USE SOME BACKUP HERE!
NOT HAPPENING, STARK! ALL OF THESE OTHER HEROES ARE A JOKE!
A JOKE BARELY WORTHY OF MY SONIC LAUGH!
HA HAHAHA HAHAHA HA!
TOO BAD THAT DOESN'T WORK ON EVERYONE.
HUH?
HOBGOBLIN, RIGHT? NEW OUTFIT...
...SAME GLASS JAW.
KNCH
WHNGH!


YOU AND YOUR SPECIAL EARPIECE. SMART. WELL, SMART GUY, YOU CAN CHASE ME...
...OR SAVE THE BOSS'S LITTLE HOSTAGE.
JUST REMEMBER, WHEN THE GOBLIN KING GETS BORED, HE GETS *CREATIVE*.


WE CAN CATCH HIM--
NO TIME. I FINALLY TRIANGULATED THE SIGNAL GUIDING THE ROBOTS...IT'S COMING FROM THE *OSCORP BUILDING*.
WHICH MEANS HIS "*BOSS*" IS THERE TOO. THAT'S HOW WE END THIS.


THE HELP'S APPRECIATED, SPIDER-MAN...BUT I THOUGHT YOU QUIT THE TEAM.
I DID?


LIKE THAT'S EVEN POSSIBLE, CAP. YOU KNOW WHAT THEY SAY: "*ONCE AN AVENGER...*"
HOLD THE FORT. WE SPIDER-GUYS ARE OFF TO SHUT THIS DOWN AT THE SOURCE!


TWO OF THEM NOW, EH? AT LEAST ONE SOUNDS RIGHT FOR A CHANGE.
WE'LL FIGURE IT OUT LATER...WHEN WE'VE TAKEN OUR CITY BACK.

"ALCHEMAX?" WHAT HAPPENED TO OSCORP?
IT MERGED WITH ALLAN CHEMICAL MONTHS AGO. THIS IS THE BEGINNING OF THE MEGACORP THAT RUNS NUEVO YORK IN *MY* TIME.
YEAH, I REMEMBER.
YOU VID WHAT THIS MEANS, DON'T YOU? WE CAN'T STOP THEM. THEY JUST GET BIGGER, UNTIL THEY--
ALCHEMAX
ONE THING AT A TIME. WE SHUT OFF THE ROBOTS, STOP OSBORN, AND SAVE THE HOSTAGE.
YOU SOUND PRETTY SURE OF YOURSELF.
TRUST ME. WHEN IT COMES TO STUFF LIKE THIS, I HAVE A SIXTH--
TAG! YOU'RE IT!
GUHH!

KSSHH
OOH, I BET *THAT* HURT! ***HAHAHA!***
I'M SO HAPPY YOU'RE HERE. THE GOBLIN KING WOULD NEVER FORGIVE ME IF *I* KILLED SPIDER-MAN...
...BUT LUCKILY, HE BROUGHT A SPARE! ***HAHAHA!***
AND I KNOW FROM EXPERIENCE THAT YOUR *"FRIEND"* CARES MORE ABOUT THE GOBLIN KING THAN ***YOUR*** WORTHLESS LIFE.
TOO BAD, SO SAD...
KKCH--

YOU WANNA TALK SAD, MENACE? THAT HELMET! YOUR HAIR!
KONK
UHH!
N-NOT FAIR... TWO AGAINST ONE...
YEAH? LET'S SEE IF I CAN INCREASE THOSE ODDS. TWO SPIDERS...
FSST
...AGAINST ONE EX-GOBLIN.
W-WHAT'S-- HAPPENING TO ME?
THE CURE WORKS!
Y-YOU HEAR THAT? LAUGHTER...
YEAH. FROM IN THERE. AND WITH GOBLINS, LAUGHING'S NEVER GOOD...
HEE HEE HEE
...AND THIS MIGHT JUST BE THE CREEPIEST I'VE EVER HEARD.
HEE HEE HEE...
ALL FOR ME.

THIS HAS *ALL* BEEN FOR ME.
BECAUSE I'M SO *SPECIAL.*
NORMIE!
THANK GOD! THERE YOU ARE! AND SPIDER-MAN? SPIDER-*MEN?* EVEN BETTER.
LIZ? WHAT'S GOING ON HERE?! WHAT--
THERE'S NO TIME! WE HAVE TO GET OUT FAST!
I SAW THE CAMERA FEED OF THE ROOF! IT'S WIRED TO *EXPLODE!*
TIBERIUS STONE? LIZ, YOU CAN'T TRUST--
THE SIGNAL CONTROLLING THE SPIDER-SLAYERS ORIGINATES HERE. WE HAVE TO--
WE HAVE TO *GET CLEAR!* ALL OF US!
WELL... NOT *ALL* OF US.
LATER, BUG.
TEK
GGAAA!

WHOK
MAYBE I CAN'T CHANGE THE FUTURE...
...BUT HOLY SHOCK, THAT FELT *GOOD*.
A JAMMER... CLEARLY MADE TO HURT SPIDER-MAN.
I'LL SEE STONE ANSWERS FOR THIS.
THE GREEN GOBLIN'S UP THERE WITH THE EXPLOSIVES...AND HE'S DETERMINED TO USE THEM.
YOU HAVE NO IDEA WHAT THAT LUNATIC'S BEEN FORCING ME--AND ALCHEMAX--TO DO!
T-TELL US LATER. YOU'RE RIGHT...WE NEED TO CLEAR THE BUILDING.
IT'S ALREADY EVACUATED, EXCEPT US.
YOU TOOK A SERIOUS BEATING, PARTNER. CAN YOU GET STONE AND MENACE OUT?
SURE, BUT YOU'RE PRETTY BEAT UP TOO!
I'M GOOD. MY HEAD'S CLEAR NOW. TRUST ME. IT'S CLEARER THAN IT'S BEEN IN *AGES*.
I'M GOING AFTER THE GOBLIN. AND THE GIRL.
THAT'S WHAT I DO.

AAAND HERE HE IS AT LAST! THE HERO OF OUR LITTLE DRAMA. JUST IN TIME FOR THE THRILLING CLIMAX! BUT WAIT--A TWIST!
THE "HERO" ISN'T ONE AT ALL. IN FACT, HE NEVER WAS. REALLY, OTTO, YOU'RE JUST EMBARRASSING YOURSELF WITH THIS CHARADE.
GRANTED, YOU WERE NEVER ON MY LEVEL, BUT BEING A BAD GUY SUITED YOU.
SAVING THAT LITTLE LADY IS YOUR LAST REMAINING ACHIEVEMENT AS SPIDER-MAN. WHEN IT ALL GOES BOOM, YOU'LL HAVE NOTHING LEFT!
HAHAHAHA!
EXCEPT THE DIGNITY OF KNOWING I NEVER CARRIED A MAN-PURSE.
IT'S YOU.
THE ONE AND ONLY.

THIS--THIS WASN'T IN THE PROGRAM.
ANOTHER TIME. GOTTA FLY.
TEK
DEET
00:60
DEET
00:59
00:58
DEET
NO. MORE LIKE "GOTTA RUN."
'CAUSE THE REAL ME ALWAYS BRINGS OUT YOUR TRUE COLOR, GOBLIN.
YELLOW!
NO! IT'S A TRICK! IT HAS TO BE!
THE REAL SPIDER-MAN WOULD NEVER LEAVE THAT DWARF TO DIE! NEVER!
YEAH, YOU'RE OSBORN, ALL RIGHT. ALWAYS UNDERESTIMATING EVERYONE.
ME, OTTO, AND MS. MARCONI.
FROM EVERYTHING I'VE SEEN ABOUT HER...

"...ANNA MARIA'S A WOMAN WHO CAN LOOK AFTER HERSELF."
WHSSS
THNK
SHRRP SHRRP SHRRP
YOU--YOU THINK I'M AFRAID OF YOU? I'VE BEATEN YOU BEFORE! I'VE *CRUSHED* YOU!
KRRZZ
YEAH. YOU'RE GREAT AGAINST *ROOKIE* SPIDER-MEN.
BUT *I'VE* CRUSHED YOU TOO.
AAAA!
KRRNCH
NEVER FOR LONG.
WHNK

YEAH? WELL, THIS TIME I'M PUTTING AN END TO YOU--FOR *GOOD!*
HA! THAT'S *ONE* PLACE OCTAVIUS HAD YOU BEAT!
YOU DON'T HAVE THE STOMACH FOR THAT KIND OF JUSTICE, BOY!
THERE'S MORE THAN ONE WAY TO END A GOBLIN! SAY *"AHH!"*
I DON'T THINK SO, SPIDER.
WAP
FINE! I'LL FIND ANOTHER WAY TO WIPE THAT GRIN OFF YOUR--
--FACE?
STICKY FINGERS. CLEVER.
ALWAYS WONDERED WHY YOU NEVER DID THAT TRICK BEFORE.
"BEFORE"?
PAL...
...I HAVE ABSOLUTELY NO IDEA WHO YOU *ARE.*
THAT'S THE *POINT,* IMBECILE! I *AM* NORMAN OSBORN. BUT MY FACE WAS TOO WELL KNOWN...TOO COMPROMISED. SO I *CHANGED* IT.
TODAY, I'M ALCHEMAX EXECUTIVE ***MASON BANKS.*** TOMORROW, I'LL BE SOMEONE ELSE. WHOEVER IT TAKES TO GET THE JOB DONE!

ALMOST DONE...
00:18
CRIMINAL EMPIRES ARE FINE, BUT *CORPORATIONS* REALLY RUN THE WORLD. SO I BUILT UP ALCHEMAX.
A LEGACY FOR THE OSBORN NAME.
WAIT. YOU'RE CHANGING YOUR NAME TO "AL CHEMAX"?
SHUT UP, FOOL! IT'S AN EMPIRE--FOR MY GRANDSON! A MONUMENT THAT WILL LIVE FOR CENTURIES!
OR AT LEAST TILL 2099.
SO WHY *BOMB* IT, GENIUS?
COLLATERAL DAMAGE. IT COULDN'T BE THE ONLY BUILDING IN THE CITY *NOT* HIT BY THE GOBLINS.
CAN'T HAVE IT CONNECTED TO THEM *OR* THIS FACE! YOU NEVER SHOULD HAVE UNMASKED ME!
OH THAT'S NOT *WHY* I DID IT, CHUCKLES.
SEE, WITH YOUR *"GOBLIN PROTOCOLS"* IN EFFECT...
...NONE OF THE *MINI SPIDER-BOTS* I BROUGHT WITH ME COULD SEE YOU.
WHAT?!
AHHHHHHH!

SPIDER-MAN!
DEET
00:01
GGAAAH!
HOPE YOU ENJOY ALL THOSE LITTLE GUYS, OSBORN.
EVERY ONE'S LOADED WITH A GOBLIN CURE...
...COURTESY OF THE LATE *OTTO OCTAVIUS!*
WHICH REMINDS ME...
BWHOOOOM
...I'VE GOT A PROMISE TO KEEP!
PRACTICED THIS A THOUSAND TIMES. WHERE TO LATCH ON TO SOMEONE...
...HOW MUCH COUNTER-FORCE TO USE REELING THEM IN.
THWIP
AT THIS POINT, I COULD DO IT IN MY SLEEP...
THWIP

...BECAUSE I'M DETERMINED NEVER TO RELIVE OLD NIGHTMARES.
GOTCHA!
WHAT--CAN'T HOLD ON...I'M FALLING!
HOLD TIGHT, ANNA MARIA...
...WE HAVE A *VERY* FULL FLIGHT TODAY.
I--
I DON'T UNDERSTAND. WHY--?
WHY'D YOU FALL? 'CAUSE YOUR *GOBLIN STRENGTH'S* GONE.
WHY'D I SAVE YOU?
BECAUSE I'M *SPIDER-MAN.* AND WHEN I'M AROUND, *NO ONE DIES.*
EVEN YOU.

SSM 1-31
I FIGURE ALL IT'LL TAKE IS A DNA TEST...
...AND "MASON BANKS" CAN ANSWER FOR NORMAN OSBORN'S CRIMES IN A COURT OF--
AAGH!
TEK
OH, GOD, I'M SORRY--
THE SPIDER-SENSE JAMMER!
I--I NEVER MEANT-- SEEING MASON, AFTER ALL HE DID TO US, I JUST TENSED UP--
YOU EXPECT US TO BUY THAT? HE'S GOTTEN AWAY! BECAUSE OF YOU!
I--IT'S OKAY... I BELIEVE HER.
WE'RE OLD FRIENDS. I KNOW YOU DIDN'T MEAN IT, LIZ.
OR DO I? I'LL HAVE TO KEEP A CLOSE EYE ON YOU, LIZ ALLAN. SOMETHING'S DEFINITELY OFF WITH YOU.
AND YOUR KID...
REMEMBER, NORMIE, MOMMY AND GRAMPA DID THIS FOR YOU. ALL FOR YOU.

One street over.
SECRET SUBWAY LINE, UNDERGROUND KINGDOM... SO THEATRICAL. AND *POINTLESS.* WHAT WAS I THINKING?
NYC SEWER
THE STRENGTH AND HEALING POWERS OF THE GOBLIN SERUM ARE GONE FROM MY SYSTEM...
...BUT FOR THE FIRST TIME IN AGES, SO TOO IS THE *MADNESS.*
I *WON.* I GOT EXACTLY WHAT I WANTED. ALCHEMAX HAS BEEN SECURED FOR MY HEIR AND MY LEGACY.
AND NEXT TIME? I'LL RETURN WITH A NEW PLAN...AND A *NEW* FACE.
ALL THESE YEARS, SPIDER-MAN AND HIS KIND HAVE DEALT WITH A GIGGLING LUNATIC, A MADMAN.
YOU'VE NEVER FACED THE *REAL* NORMAN OSBORN, A MAN WITH ALL HIS WITS ABOUT HIM.
POOR FOOLS.
NEXT TIME YOU'LL NEVER SEE ME COMING.

ALCHEMAX
THE AUTHORITIES HAVE THINGS UNDER CONTROL NOW. THAT'S MY CUE TO LEAVE, BEFORE THEY ASK QUESTIONS I'M NOT READY TO ANSWER.
BUT IT WAS GOOD TO SEE YOU AGAIN. THE *REAL* YOU.
LIKEWISE, PAL. THANKS FOR EVERYTHING.
F.D.N
AMBULAN
SEE YOU IN THE FUTURE!
I WISH!
SPIDER-MAN 2099 COMING THIS JULY!- EDITOR ELLIE
ATTENTION, CITIZENS. REMAIN CALM. THE AVENGERS HAVE THE SITUATION IN HAND.
NOW THEY SHOW UP... *AFTER* THE BAD GUY'S BOLTED. CONGRATS, PARKER, YOU'RE BACK WITH YOUR LUCK INTACT.
SPIDER-MAN...?
WELL, MAYBE *NOT*. AFTER ALL, I SAVED THE GIRL AND NO ONE DIED.
F.D.
PLEASE, YOU'RE PETER PARKER'S FRIEND...I HEARD HE MIGHT BE DEAD. D-DO YOU KNOW...?
DON'T WORRY, PETER'S FINE. TAKE MY WORD FOR IT, HE'S BETTER THAN EVER!

OH, GOD... *H-HUH--*
HEY--LET ME GET YOU SOME HELP. YOU'VE BEEN THROUGH A LOT--
F.D.N.Y.
NO, IT'S--*I'M* OKAY. NOW THAT I KNOW PETER'S ALL RIGHT.
WHOA. *HE* REALLY MEANS THAT MUCH TO YOU, HUH?
Heart Break Lunch Menu
SPECIAL PRICE
EVERYTHING. HE'S JUST THE KINDEST, MOST THOUGHTFUL PERSON...AND HIS *MIND!*
IF YOU ONLY KNEW HIM THE WAY *I* DO. HE'S JUST SO... AMAZING.
MA'AM, WE NEED TO CHECK YOU OUT.
SURE. SPIDER-MAN, PROMISE ME, IF YOU SEE PETER, TELL HIM I'M *SAFE,* OKAY?
I... PROMISE.
THANKS. FOR SAVING US. FOR A WHILE, I THOUGHT--NO.
I JUST CAN'T IMAGINE A LIFE WITHOUT HIM.
SHE LOVED HIM.
FDNY
FDNY
I WAS WRONG. FOR ME TO EVEN *BE* HERE--
--SOMEONE HAD TO DIE.
THE END.

Later.
MY GOD, IT'S LIKE A WAR ZONE. MARY JANE, ARE YOU SURE IT'S SAFE TO BE HERE?
PARK
24HRS
THE RADIO SAID THE AUTHORITIES HAVE IT UNDER CONTROL, JAY.
IF YOU FOLKS WANT TO LEAVE, I UNDERSTAND, BUT I'M STAYING. THE GUYS AT THE FIREHOUSE NEED EVERY PAIR OF HANDS THEY CAN GET.
MY HUSBAND'S JUST BEING A WORRYWART, MR. OLIVARES. HE KNOWS WILD HORSES COULDN'T KEEP ME FROM--
PA
INDU
PETER!
AUNT MAY!

I'VE MISSED YOU SO MUCH.
ACTIONS HAVE CONSEQUENCES

MJ, I HATE TO MISS MEETING YOUR INSANE EX, BUT MY BUDDIES NEED ME. YOU MIND IF I--
GO AHEAD. TAKE THE CAR. CALL ME LATER.
I'M SO SORRY. FOR EVERYTHING I'VE PUT YOU THROUGH...FOR *EVERYTHING.*
HUSH UP, PETER PARKER. I'M THE ONE WHO SHOULD BE SORRY.
I BEG TO DIFFER. PETER, THE LAST TIME WE SAW YOU, YOU BEHAVED *UNCONSCIONABLY* TOWARD YOUR AUNT.
PARKER INDUSTRIES
THE LAST-- I--
YOU'VE BEEN *CRUEL* TO HER. *COLD* TO HER. AND YOU'VE *LIED* ABOUT YOUR CONTINUED WORK FOR SPIDER-MAN!
SHE WAS WORRIED FOR YOUR SAFETY. I THINK *YOU* SHOULD HAVE BEEN MORE WORRIED ABOUT *HERS.*
REGARDLESS, I THINK *THIS* PROVES HER POINT!
JAY, PLEASE. NONE OF THAT MATTERS NOW.
NO, HE'S RIGHT. I KNOW I HAVEN'T BEEN MYSELF LATELY. I HOPE YOU'LL GIVE ME A CHANCE TO EXPLAIN.
WE'RE LISTENING.
UH...

IT'S TRUE. I PUT YOU IN DANGER. AND NOTHING WILL EVER MAKE THAT OKAY.
ME WORKING FOR SPIDER-MAN--AND ANYONE KNOWING THAT--IS AN UNACCEPTABLE SITUATION. I *SHOULD* HAVE ENDED IT. BUT I...WASN'T IN A POSITION TO.
FINANCIALLY? I KNOW STARTUPS ARE A CHALLENGE, BUT IF YOU NEED MORE MONEY, WE MIGHT BE ABLE TO--
PARKER INDUSTRIES
"*MORE*--"? NO. *PLEASE.* YOU'VE...ALREADY DONE MORE THAN I WOULD'VE EVER DREAMED OF ASKING YOU TO.
I'LL WORK IT OUT. ON MY *OWN.* THE WAY I ALWAYS SHOULD HAVE.
I JUST TOLD SPIDER-MAN. I *QUIT.*
AND I KNOW THAT SOUNDS LIKE THE THING I SAY *ALL* THE TIME, BUT I'M CALLING A PRESS CONFERENCE TO MAKE IT OFFICIAL. I HOPE YOU'LL BE THERE.
I DON'T DESERVE A SECOND CHANCE. BUT IF YOU'LL *GIVE* ME ONE...I PROMISE I'LL KNOW WHAT A GREAT GIFT THAT IS.
AND I'LL MAKE IT *COUNT.*
OH, PETER. OF COURSE WE WILL.
ALL RIGHT, SON.

THERE'S SO MUCH MORE I WANT TO SAY. BUT FIRST, AUNT MAY, I NEED YOU TO LET SAJANI CHECK YOUR LEG IMPLANTS.
WHATEVER FOR? I'M WALKING JUST FINE.
WHICH IS GREAT! BUT I SAW A SCHEMATIC OF THE DESIGN... I MEAN, I WAS *REVIEWING* IT, AND...WELL, IT'S TECHNICAL, BUT I WANT TO BE SURE THERE AREN'T ANY...*SURPRISES* IN THERE.
BETTER SAFE THAN SORRY, DEAR. I'LL GO WITH YOU.
MR. AND MRS. JAMESON, GOOD TO SEE YOU AGAIN. IF YOU'LL JUST FOLLOW ME...
MJ.
PETER.
THIS IS GOING TO SOUND CRAZY. IT WAS *DR. OCTOPUS.*
HE TOOK OVER MY BODY. IT'S BEEN *MONTHS.* I DON'T EVEN KNOW HALF THE STUFF HE--
PETER. *STOP.*
I BELIEVE YOU. I KNOW THINGS LIKE THIS *HAPPEN* TO YOU. AND I UNDERSTAND IT'S NOT YOUR FAULT. IT'S YOUR *LIFE.*
BUT I CAN'T HAVE IT BE MY LIFE ANYMORE.

ONE MINUTE I'M BEING THREATENED BY THE *VENOM* SYMBIOTE. THE NEXT, THE GREEN GOBLIN'S MEN ARE TRYING TO KILL ME.
AT SOME POINT, THE *"WHY"* OF IT JUST DOESN'T MATTER.
YOU'VE MADE YOUR CHOICE ABOUT HOW TO LIVE. I UNDERSTAND IT...EVEN ADMIRE IT. FOR A LONG TIME, I LIVED IT TOO.
BUT LATELY, I'VE BEEN LIVING ON *MY* TERMS. A GREAT JOB. A GREAT GUY. IS IT PERFECT? OF COURSE NOT. BUT THE PROBLEMS ARE ***NORMAL.*** I CAN HANDLE THEM.
PETER...I'M GLAD YOU'RE BACK. I'M GLAD YOU'RE OKAY. ***REALLY.***
BUT YOU AND I BOTH KNOW THERE'LL BE SOMETHING ELSE. AND SOMETHING ELSE AFTER THAT.
I'LL ALWAYS CARE FOR YOU.
BUT I CAN'T HAVE MY LIFE CONSUMED BY YOURS ANYMORE.
I...I *WON'T.*

MJ...I CAN NEVER APOLOGIZE ENOUGH FOR WHAT I'VE PUT YOU THROUGH.
IT KILLS ME, BECAUSE BEFORE DOC TOOK MY BODY, WE WERE ON THE VERGE OF SOMETHING. AND WE NEVER GOT TO FIND OUT WHAT. BUT...
YOU KNOW THE **LAST** THING I'D EVER WANT TO DO IS HURT YOU. IF YOU'RE REALLY HAPPY NOW--
--THE EMBATTLED MAYOR JAMESON DODGED REPORTERS, REFUSING TO TAKE QUESTIONS ABOUT THE **SPIDER-SLAYER** DEBACLE--
AH, MAN. I KNOW WHAT THIS IS.
OCK KEPT THINKING ABOUT IT. GLOATING OVER HAVING THE MAYOR IN HIS POCKET. HE WAS **BLACKMAILING** JONAH. I'VE GOT TO FIX THIS--
IT'S OKAY, PETER. I'VE SAID WHAT I HAD TO SAY.
YEAH, BUT I WANTED TO--
VULTURES! MUCKRAKERS! **CAN'T YOU GIVE ME A MOMENT'S PEACE?**
I GOTTA GO. SEE YOU LATER, OKAY?
SURE, PETER.
SURE.
YOU'RE DOING THE RIGHT THING.

SORRY. DIDN'T MEAN TO EAVESDROP.
CARLIE? CARLIE COOPER? I ALMOST DIDN'T RECOGNIZE YOU.
HEH. ME NEITHER.
HEH HEH HA--
AHEM. SORRY. RESIDUAL EFFECTS.
OF WHAT?
THIS.
OH.
I WAS KIDNAPPED BY THE GOBLINS. THEY TURNED ME INTO ONE OF THEM. IT'LL BE A WHILE BEFORE IT'S ALL OUT OF MY SYSTEM.

I GUESS I SHOULD FEEL LUCKY. I'M *ALIVE.* NOT LIKE THAT OTHER POOR GIRL...THE ONE WHO GOT THROWN OFF THE BRIDGE.
GWEN.
OH, THAT'S RIGHT. YOU KNEW HER TOO, DIDN'T YOU?
WE WERE FRIENDS. SHE ALWAYS SAW THE BEST IN EVERYONE... IN THE WORLD. HAD A WAY OF MAKING YOU FEEL EVERYTHING WOULD BE OKAY.
AFTER SHE DIED... NOTHING WAS EVER REALLY OKAY AGAIN.
OSBORN TALKED ABOUT IT CONSTANTLY. LIKE AN OLD HIGH SCHOOL QUARTERBACK RELIVING THE BIG GAME.
I KNOW IT'S NOT PETER'S FAULT. BUT YOU'RE RIGHT-- IT'S THE KIND OF THING THAT HAPPENS TO PEOPLE AROUND HIM.
SINCE I MET HIM, MY SISTER BECAME A GOBLIN, I GOT TURNED INTO A SPIDER MONSTER... AND, OF COURSE, THERE'S *THIS* LOVELY MEMENTO.
YOU'VE KNOWN HIM A LOT LONGER. YOU TELL ME. WHETHER WE'RE DATING, FRIENDS, COLLEAGUES, OR WHATEVER...
AS LONG AS I'M PART OF HIS LIFE, IS IT EVER GOING TO BE DIFFERENT?
I WISH I COULD SAY YES. BECAUSE HE'S A *GOOD PERSON.* MAYBE THE BEST I KNOW.
BUT CARLIE...NOT WANTING TO SPEND YOUR LIFE AS A TARGET DOESN'T MAKE *YOU* A *BAD* PERSON.

I'VE GOT FRIENDS DOWN SOUTH. GONNA GO STAY WITH THEM 'TIL I'M BETTER.
THEN...I'LL FIND SOMEWHERE QUIET. WHERE PEOPLE DON'T TURN INTO GIANT BUGS. WHERE I CAN JUST BE A FORENSIC COP.
HE'S TELLING THE *TRUTH,* BY THE WAY. ABOUT DR. OCTOPUS.
EXPLAINS A LOT. DOESN'T CHANGE ANYTHING.
YOU KNOW, AS LONG AS YOU'RE IN NEW YORK, YOU'RE AT RISK. PEOPLE LIKE OSBORN DON'T CARE IF YOU'RE STILL SEEING PETER. OR EVEN SPEAKING TO HIM.
MY LIFE'S NEVER BEEN WHAT I'D CALL SAFE. BUT IT'S FINALLY *MINE.* I'M NOT LETTING ANYONE SCARE ME AWAY.
WHEN YOU PUT IT THAT WAY...GOOD FOR YOU. ME, I'LL GIVE UP ZABAR'S FOR A FEW LESS PUMPKIN BOMBS.
IS THAT COWARDLY? AM I...*ABANDONING* HIM? LIKE WE BOTH SAID, IT'S NOT PETER'S FAULT.
NO, BUT IT'S HIS *DECISION.* "*POWER AND RESPONSIBILITY.*" I ADMIRE THAT HE TAKES ON THAT BURDEN...MAKES THAT CHOICE.
BUT IT'S STILL A *CHOICE.* AND IT'S OKAY TO MAKE A *DIFFERENT* ONE.
DAILY BUGLE
I GUESS YOU'RE RIGHT. WE DON'T HAVE HIS POWER. WE DON'T NEED TO HAVE HIS RESPONSIBILITY.
WE HAVE *DIFFERENT* KINDS OF POWER. AND WE CAN PICK THE RESPONSIBILITIES THAT MATTER TO US.
BE HAPPY, MJ. YOU'VE EARNED IT.
WE *BOTH* HAVE.

THERE THEY GO. AND I COULDN'T EVEN STICK AROUND LONG ENOUGH TO FIND OUT IF IT'S FOR GOOD, OR JUST FOR NOW.
FACE IT, PARKER...EVEN IF YOU *HAD* STAYED, IT'S NOT LIKE YOU CAN COME UP WITH A REASON THEY SHOULDN'T RUN AWAY AND NEVER LOOK BACK.
THEY DESERVE THE BEST. AND ALL THEY GET BEING CLOSE TO ME IS PAIN.
I'VE SAVED HUNDREDS... THOUSANDS OF LIVES. PEOPLE I'VE MET FOR SECONDS. MINUTES.
BUT IT'S HARD TO THINK OF ANYONE WHO'S BEEN AROUND ME ANY LENGTH OF TIME AND HASN'T PAID A PRICE.
CASE IN POINT...
MAYOR JAMESON.
OH. IT'S YOU.
COME TO GLOAT? OR JUST *THREATEN* ME SOME MORE?

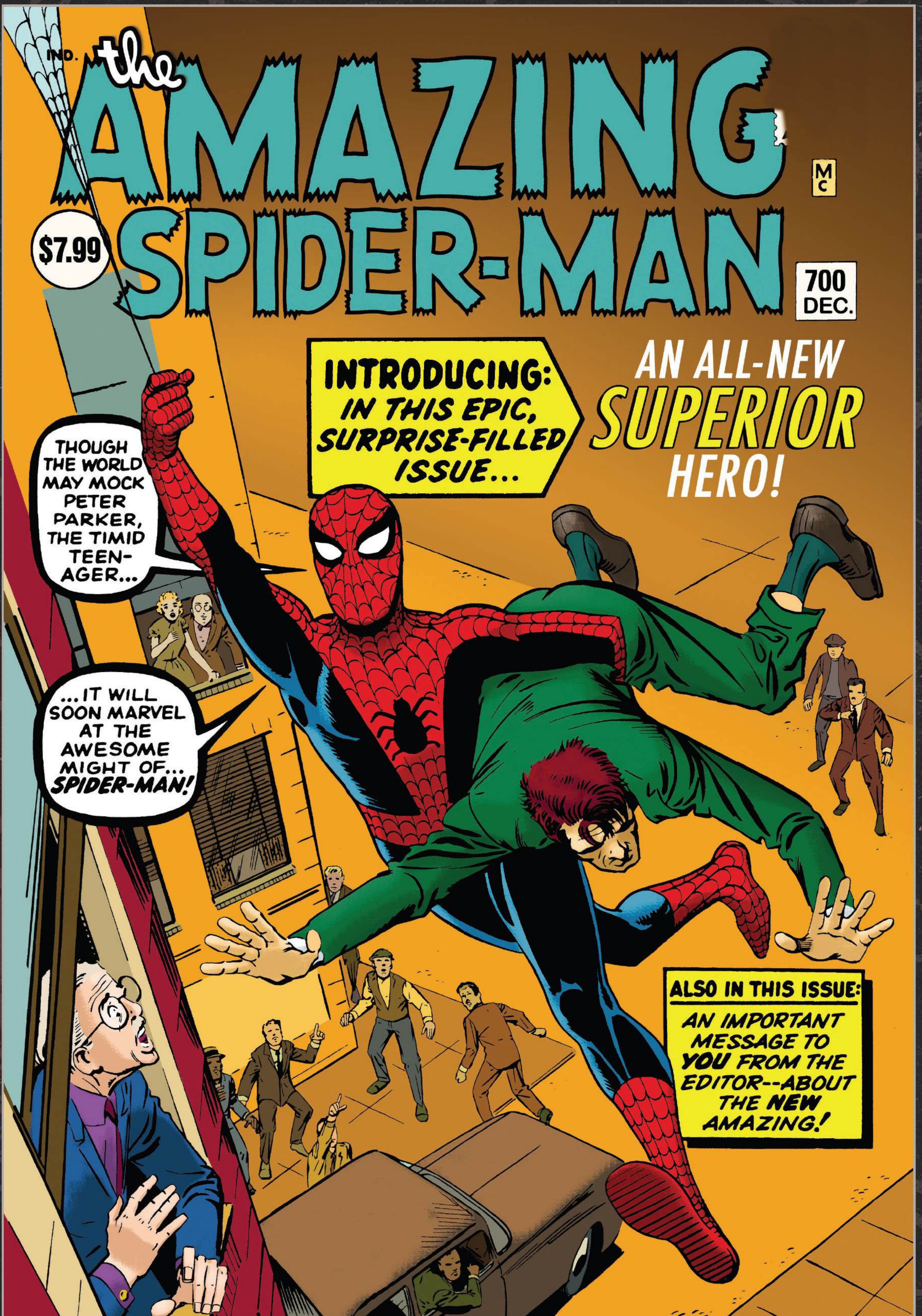
THIS IS THE SPIDER-BOT THAT RECORDED YOU TELLING ME TO KILL ***ALISTAIR SMYTHE.*** NO COPIES WERE MADE. IF YOU ANALYZE IT, YOU'LL SEE FOR YOURSELF.
I'D NEVER RELEASE IT. THE MAN MURDERED YOUR WIFE. EVEN IF THIS GOT OUT, I SERIOUSLY DOUBT ANYONE WOULD BLAME YOU.
AM I SUPPOSED TO BE IMPRESSED? GRATEFUL?
YOU'RE SUPPOSED TO BE ***JONAH JAMESON.*** THE GUY WHO NEVER BACKED DOWN FROM ANYONE OR ANYTHING IN HIS LIFE.
THE GOBLIN HACKED YOUR SPIDER-SLAYER ROBOTS. IT'S NOT YOUR FAULT THEY TURNED ON THE POLICE. YOU CAN ***FIGHT*** THIS, JONAH.
MAYBE I COULD.
BUT I'M NOT GOING TO.

BUT WHY--
BECAUSE I'M NOT LIKE YOU! THAT'S WHY!
I OWN UP TO MY MISTAKES! I UNDERSTAND HOW THEY AFFECT OTHERS! AND I MAKE THEM RIGHT!
I'VE ALWAYS THOUGHT YOU WERE A GLORY-HOUND. A CLOWN. POSSIBLY A CRIMINAL. MOTIVATED BY NARCISSISM, SELFISHNESS AND GREED.
BUT AFTER THE LAST FEW MONTHS, I KNOW THE TRUTH. YOU'RE SOMETHING FAR WORSE.
YOU'RE A SOCIOPATH. A SADIST WHO GAINS SATISFACTION FROM EXERTING POWER OVER OTHERS. PLAYING THEM LIKE PUPPETS. JUST BECAUSE YOU CAN.
YOU MANIPULATE ME! BLACKMAIL ME! AND NOW YOU COME HERE, CLAIMING YOU NEVER WOULD HAVE FOLLOWED THROUGH? URGING ME TO FIGHT?
WHAT KIND OF A MONSTER ARE YOU?
JONAH, YOU DON'T KNOW--THINGS WERE--
WHAT? GO AHEAD, DEFEND YOURSELF! RATIONALIZE THIS THE WAY YOU DO EVERYTHING ELSE! I WANT TO HEAR HOW ANYONE, EVEN YOU, CAN MANAGE THAT.
I--I--

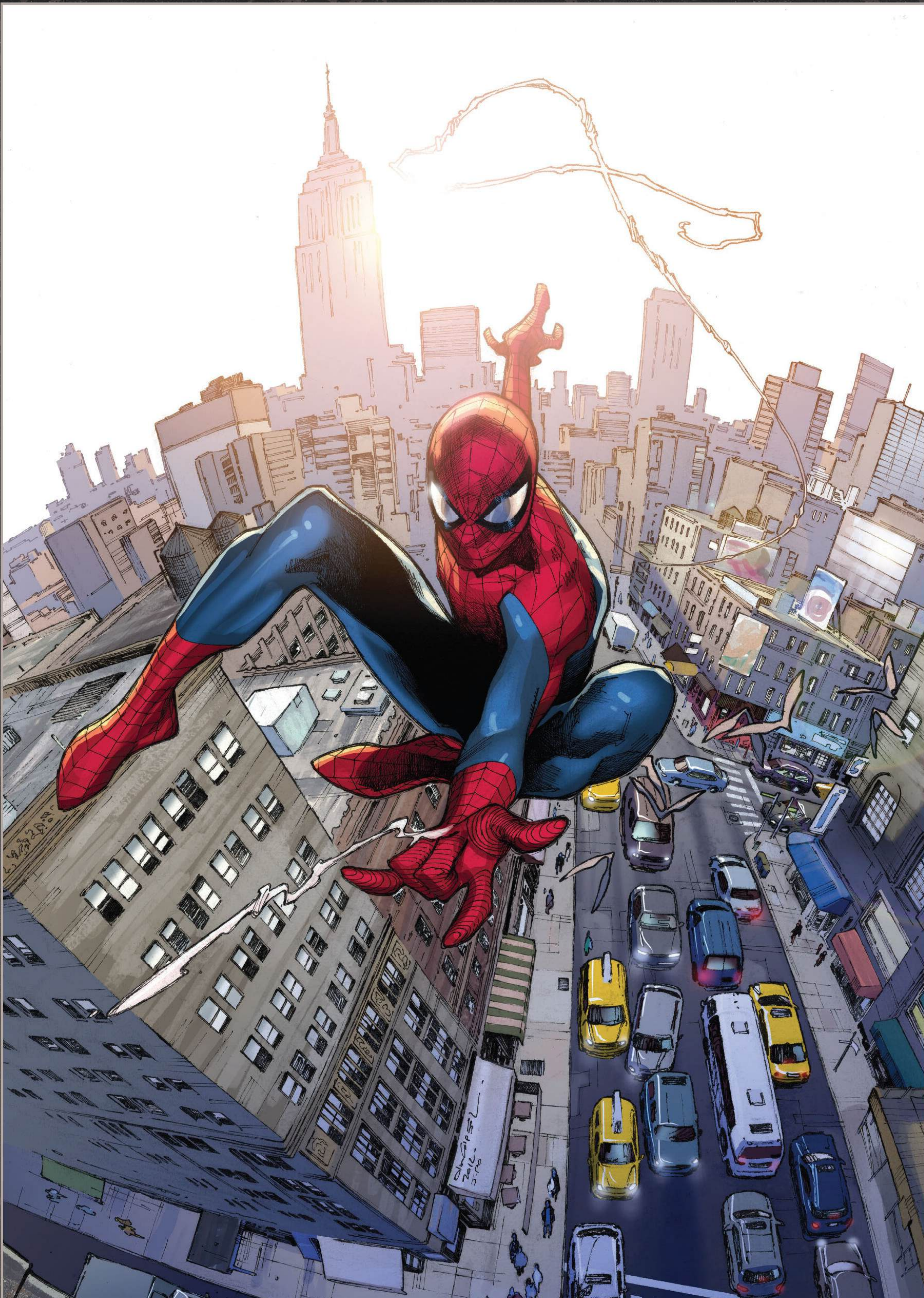
I'M NOT HERE TO MAKE YOU LIKE ME, OR BELIEVE ME. I'M HERE TO TELL YOU THAT YOU HAVE NOTHING TO *FEAR* FROM ME.
AND THAT YOU SHOULDN'T TAKE THE FALL FOR SOMETHING THE *GREEN GOBLIN* DID.
IT'S YOUR CALL. BUT IF I WERE YOU...I'D STAY.
AND *FIGHT*.
MAYBE...

...IF YOU'D SHOWN UP A *HALF HOUR* AGO.
BEFORE I RESIGNED.
KRNCH
RECAPPING OUR TOP STORY: J. JONAH JAMESON HAS JUST **RESIGNED** HIS OFFICE AS MAYOR OF NEW YORK, IN THE WAKE OF A DISASTROUS RESPONSE TO THE GREEN GOBLIN'S ATTACK--
SO LONG, YOU VERMIN. YOU WON'T HAVE J. JONAH JAMESON TO KICK AROUND ANYMORE.
FROM NOW ON...
...*I* DO THE KICKING.

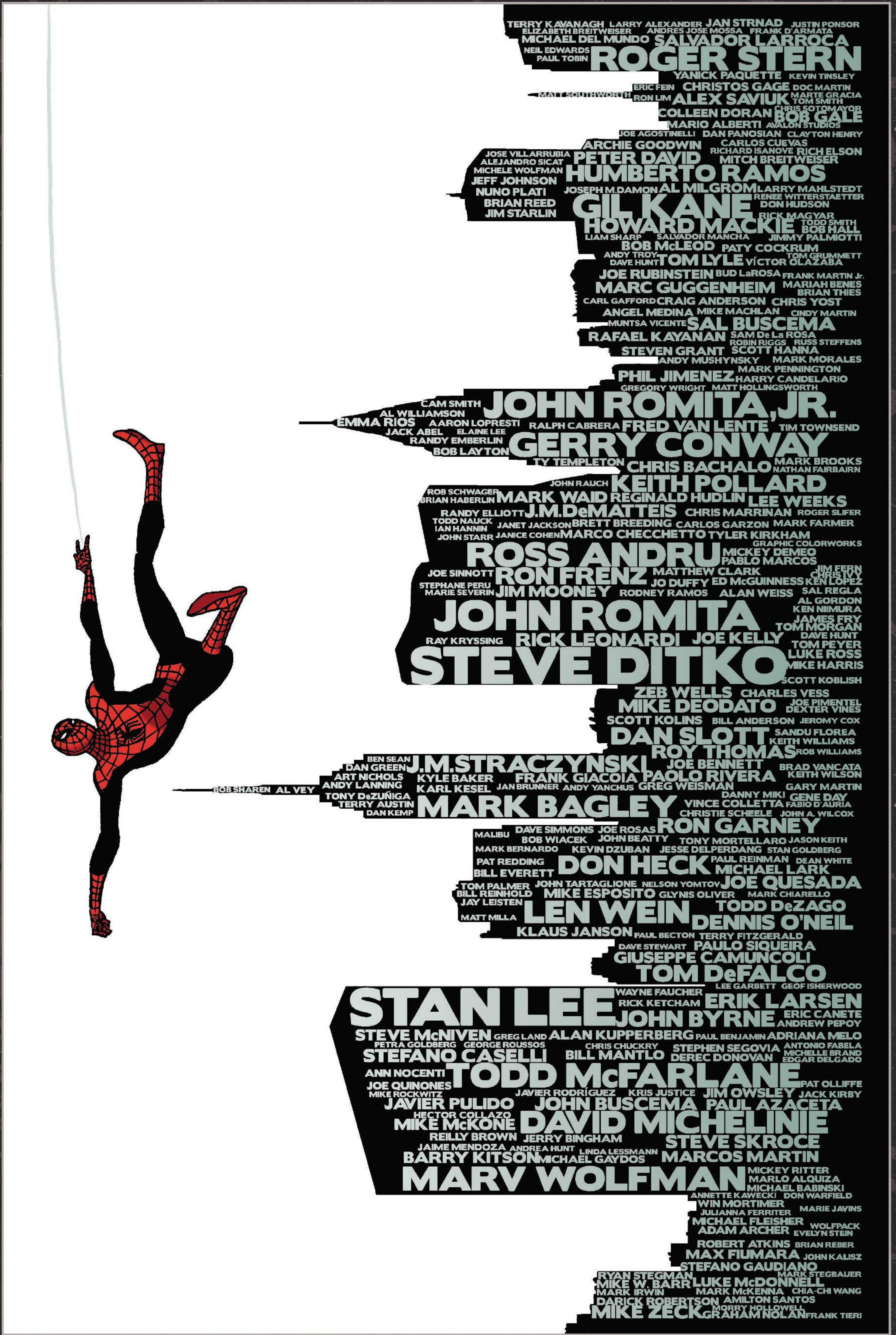
AMAZING SPIDER-MAN #698 VARIANT BY **PASQUAL FERRY & MARTE GRACIA**


IND.
the AMAZING
MC
$7.99
SPIDER-MAN
700
DEC.
INTRODUCING: IN THIS EPIC, SURPRISE-FILLED ISSUE...
AN ALL-NEW SUPERIOR HERO!
THOUGH THE WORLD MAY MOCK PETER PARKER, THE TIMID TEEN-AGER...
...IT WILL SOON MARVEL AT THE AWESOME MIGHT OF... SPIDER-MAN!
ALSO IN THIS ISSUE: AN IMPORTANT MESSAGE TO YOU FROM THE EDITOR--ABOUT THE NEW AMAZING!

AMAZING SPIDER-MAN #700 VARIANT BY STEVE DITKO & MARCOS MARTIN WITH MICHAEL KELLEHER



AMAZING SPIDER-MAN #700 VARIANT BY **OLIVIER COIPEL & JUSTIN PONSOR**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JAN STRNAD
JUSTIN PONSOR
ELIZABETH BREITWEISER
ANDRES JOSE MOSSA
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MITCH BREITWEISER
MICHELE WOLFMAN
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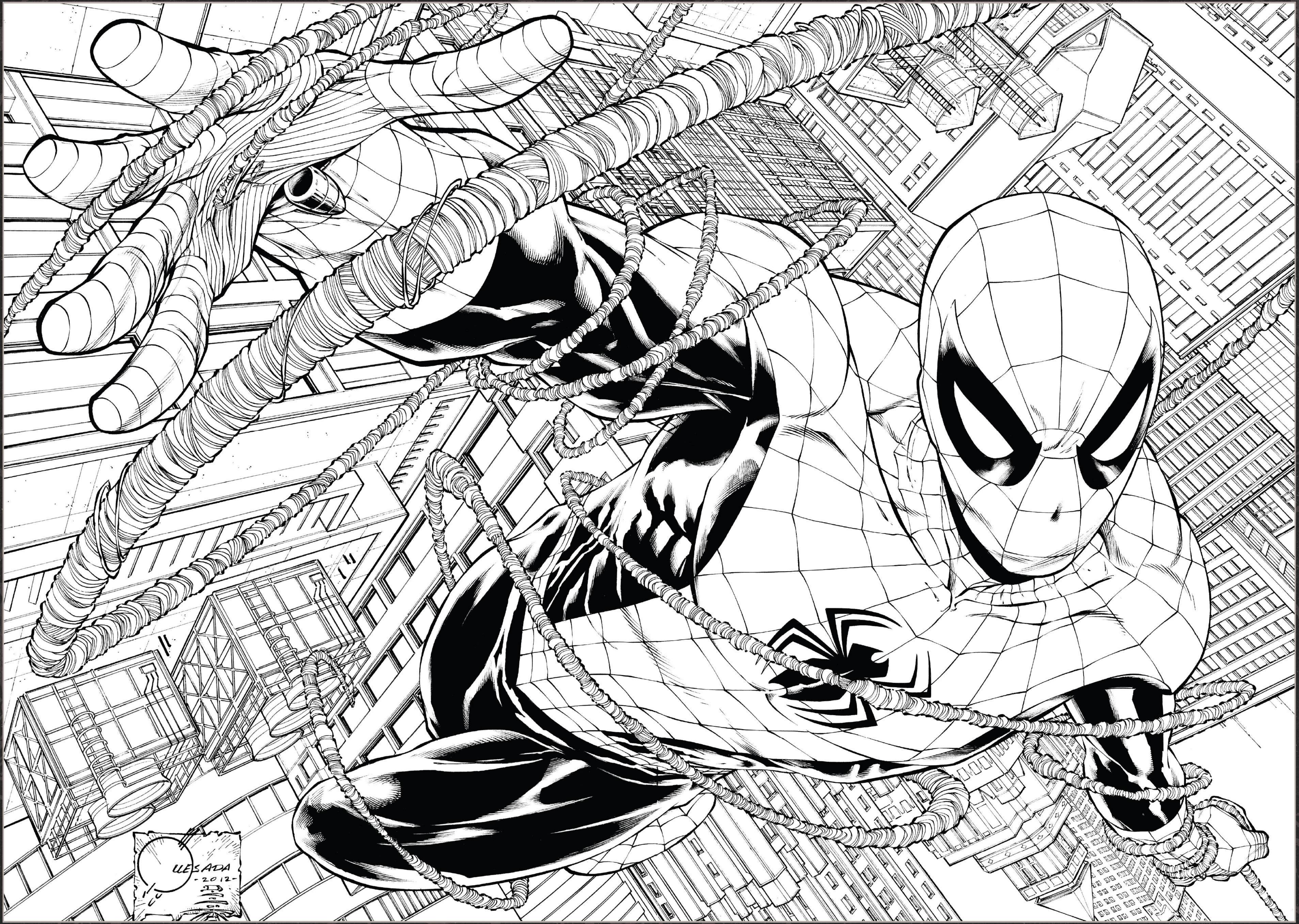
AMAZING SPIDER-MAN #700 VARIANT BY MARCOS MARTIN

the AMAZING SPIDER-MAN
EST. 1962
OPEN
HAPPY NEW YEA

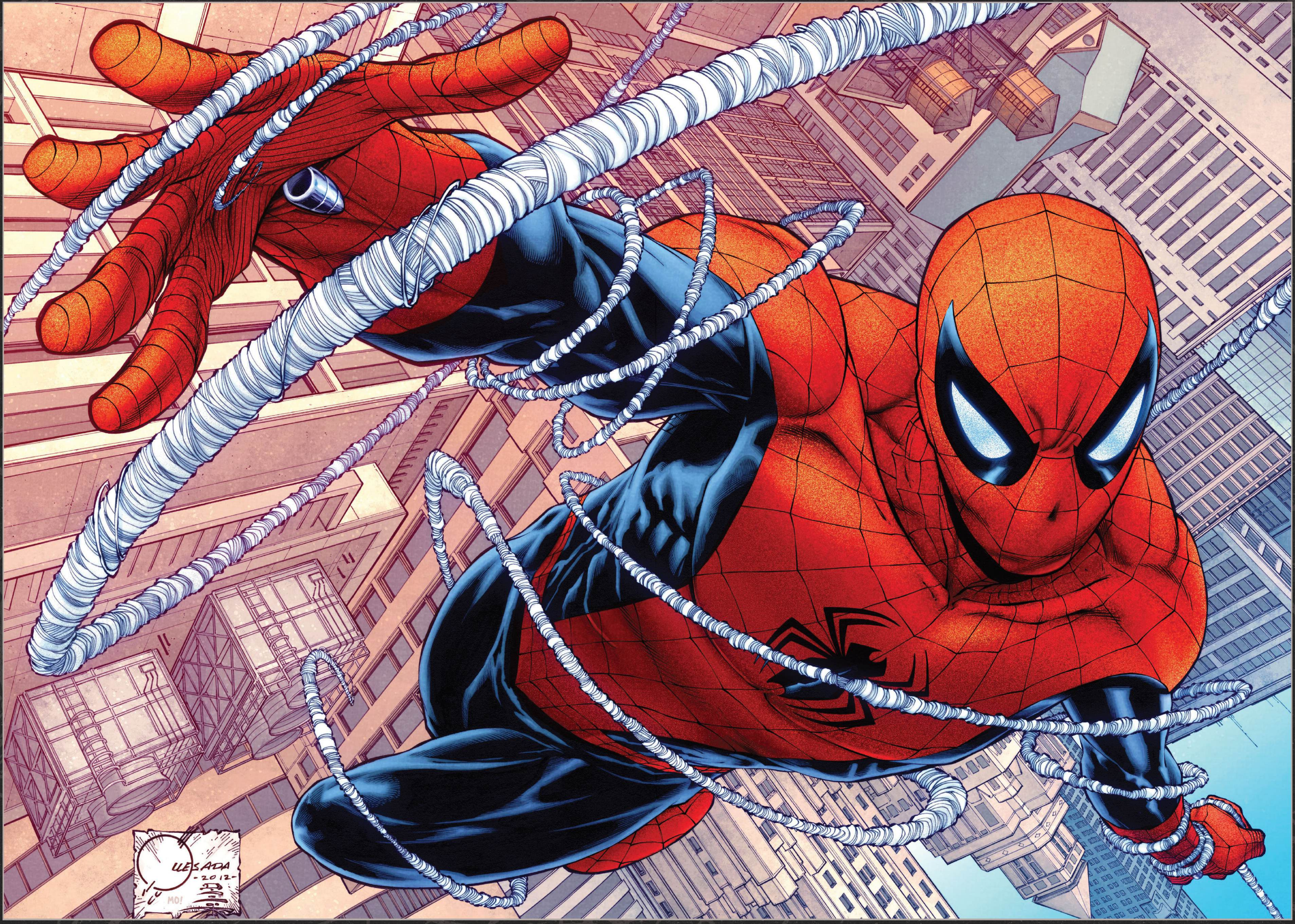
AMAZING SPIDER-MAN #700 50TH ANNIVERSARY VARIANT BY **MARCOS MARTIN**

RAMOS 2012
delgado

AMAZING SPIDER-MAN #700 VARIANT BY **HUMBERTO RAMOS & EDGAR DELGADO**


QUESADA
-2012-

AMAZING SPIDER-MAN #700 SKETCH VARIANT BY **JOE QUESADA & DANNY MIKI**


QUESADA
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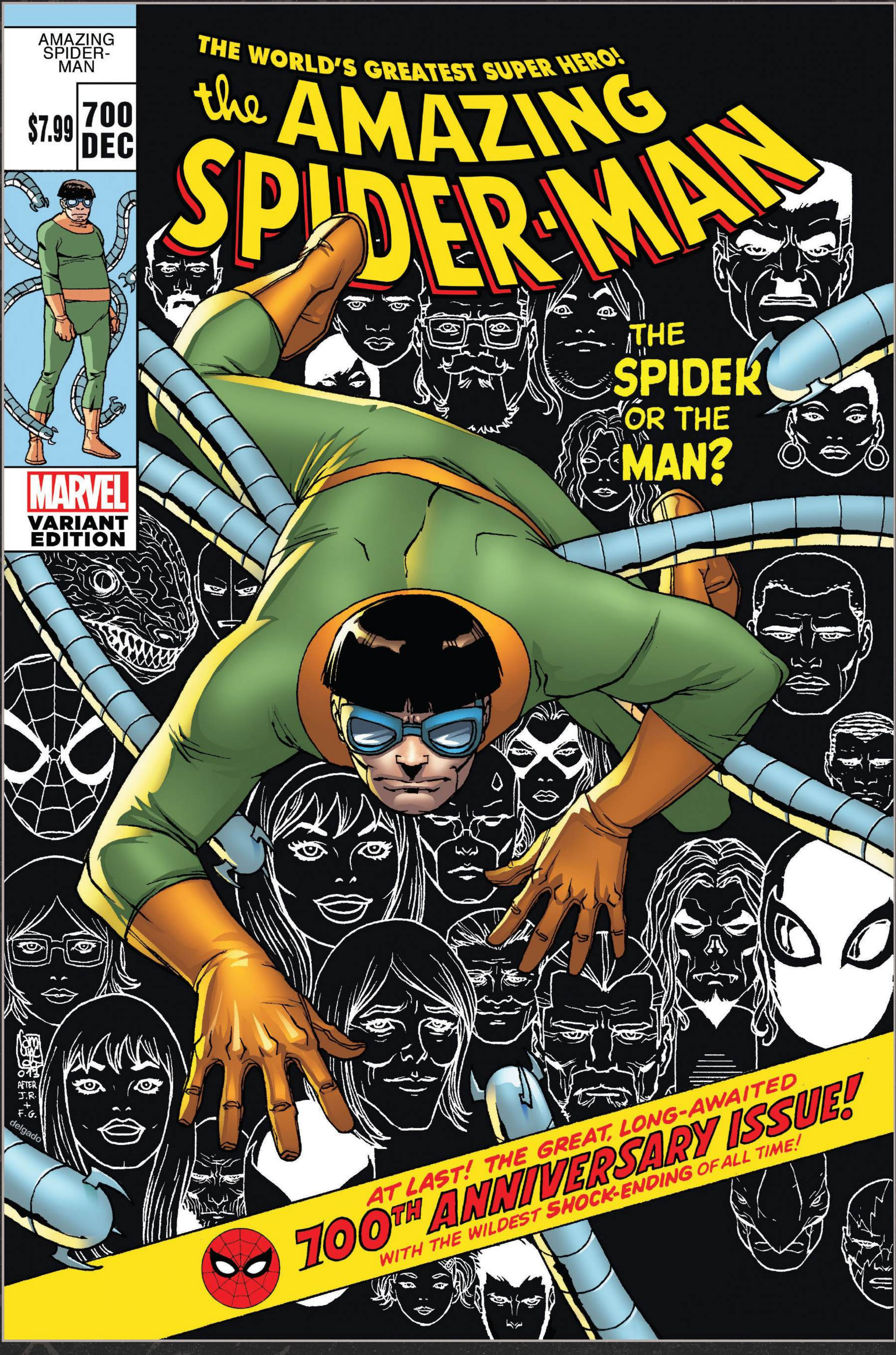
MD!

AMAZING SPIDER-MAN #700 VARIANT BY **JOE QUESADA, DANNY MIKI & MORRY HOLLOWELL**

700
RAMOS
delgado
after McFarlane

AMAZING SPIDER-MAN #700 2ND-PRINTING VARIANT BY **HUMBERTO RAMOS & EDGAR DELGADO**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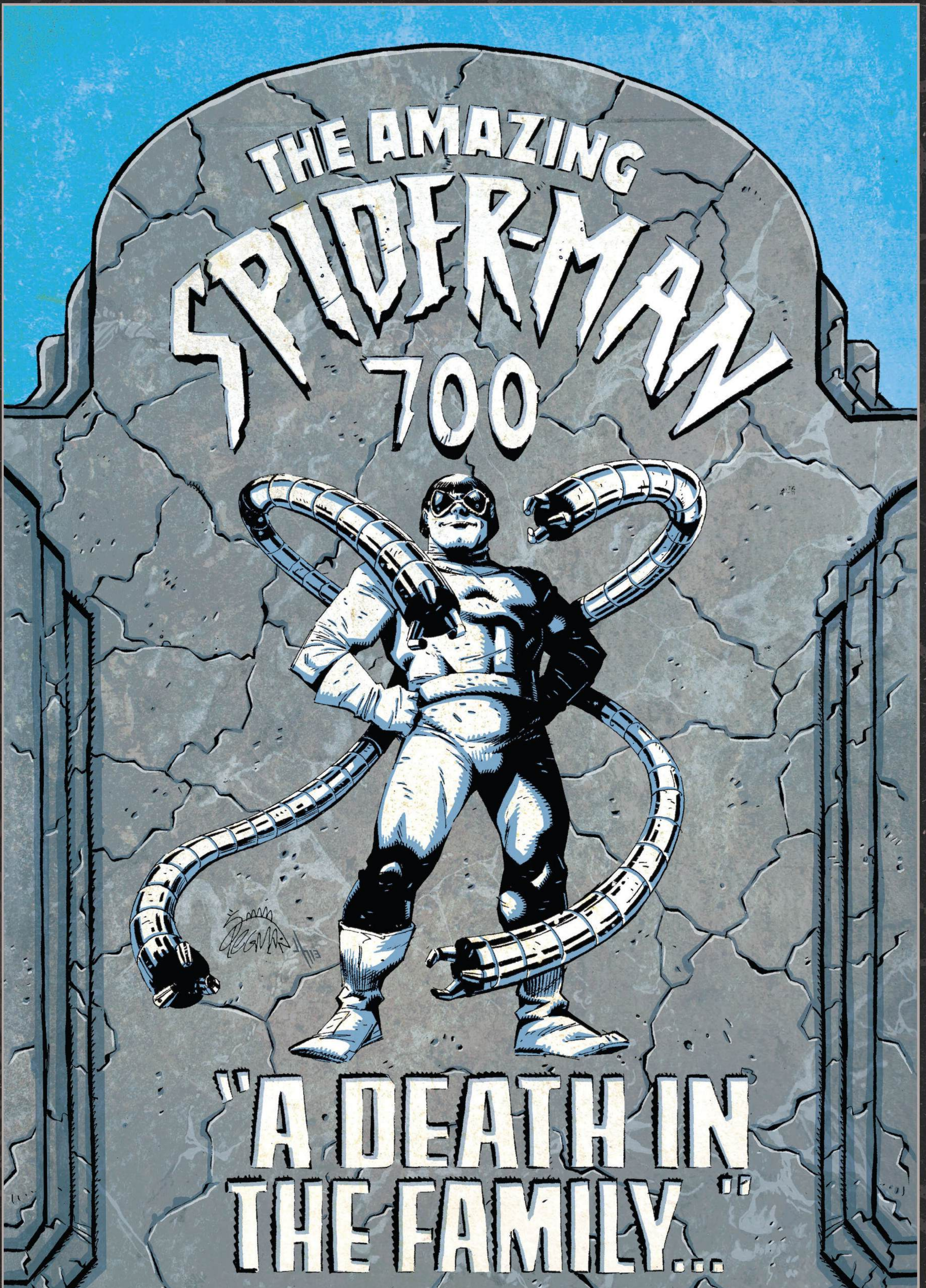
THE WORLD'S GREATEST SUPER HERO!
the AMAZING SPIDER-MAN
THE SPIDER OR THE MAN?
MARVEL
VARIANT EDITION
AT LAST! THE GREAT, LONG-AWAITED
700TH ANNIVERSARY ISSUE!
WITH THE WILDEST SHOCK-ENDING OF ALL TIME!
AFTER J.R. + F.G.
delgado

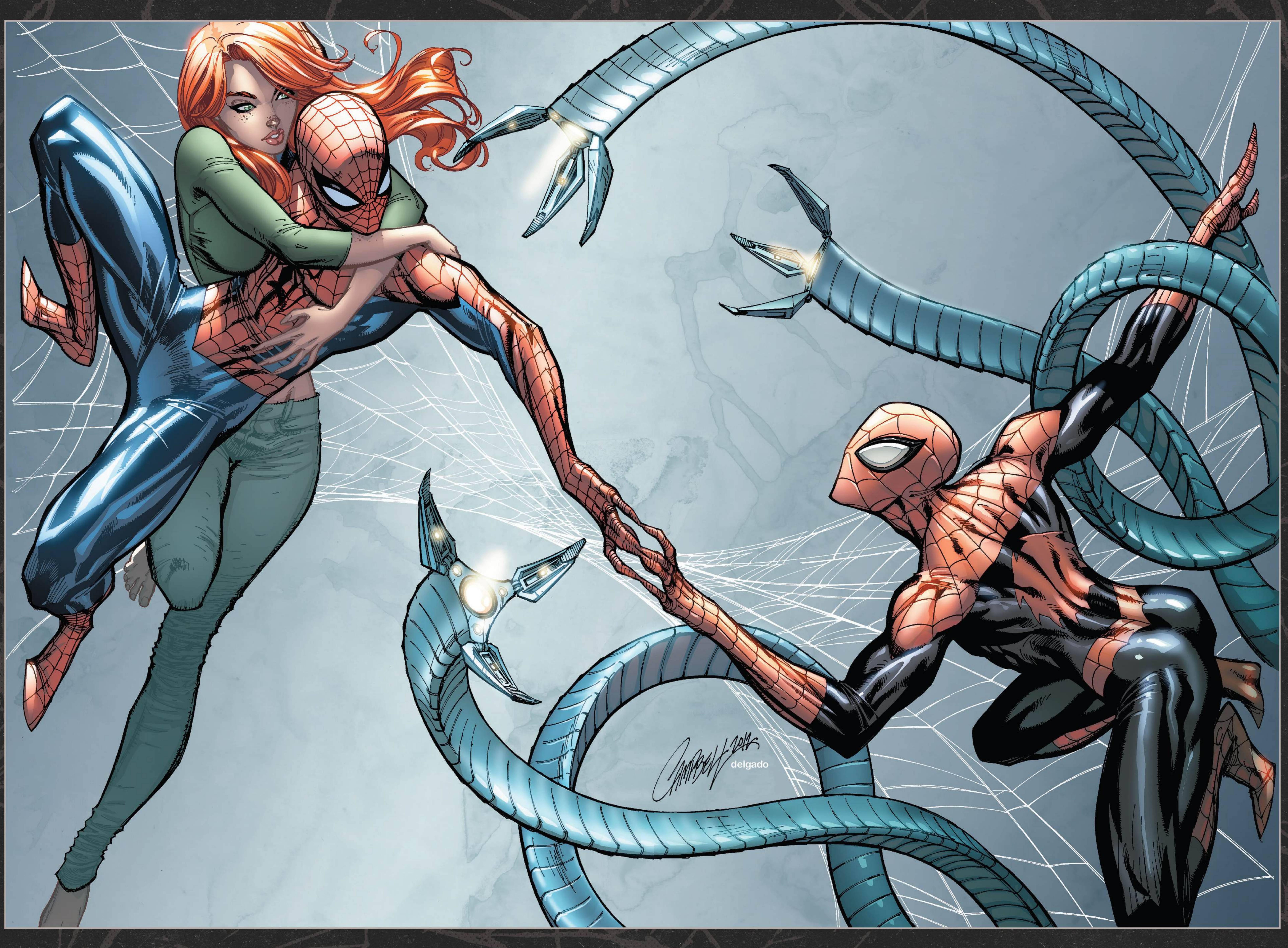
AMAZING SPIDER-MAN #700 3RD-PRINTING VARIANT BY **GIUSEPPE CAMUNCOLI & EDGAR DELGADO**


THE AMAZING
SPIDER-MAN
700
"A DEATH IN
THE FAMILY..."

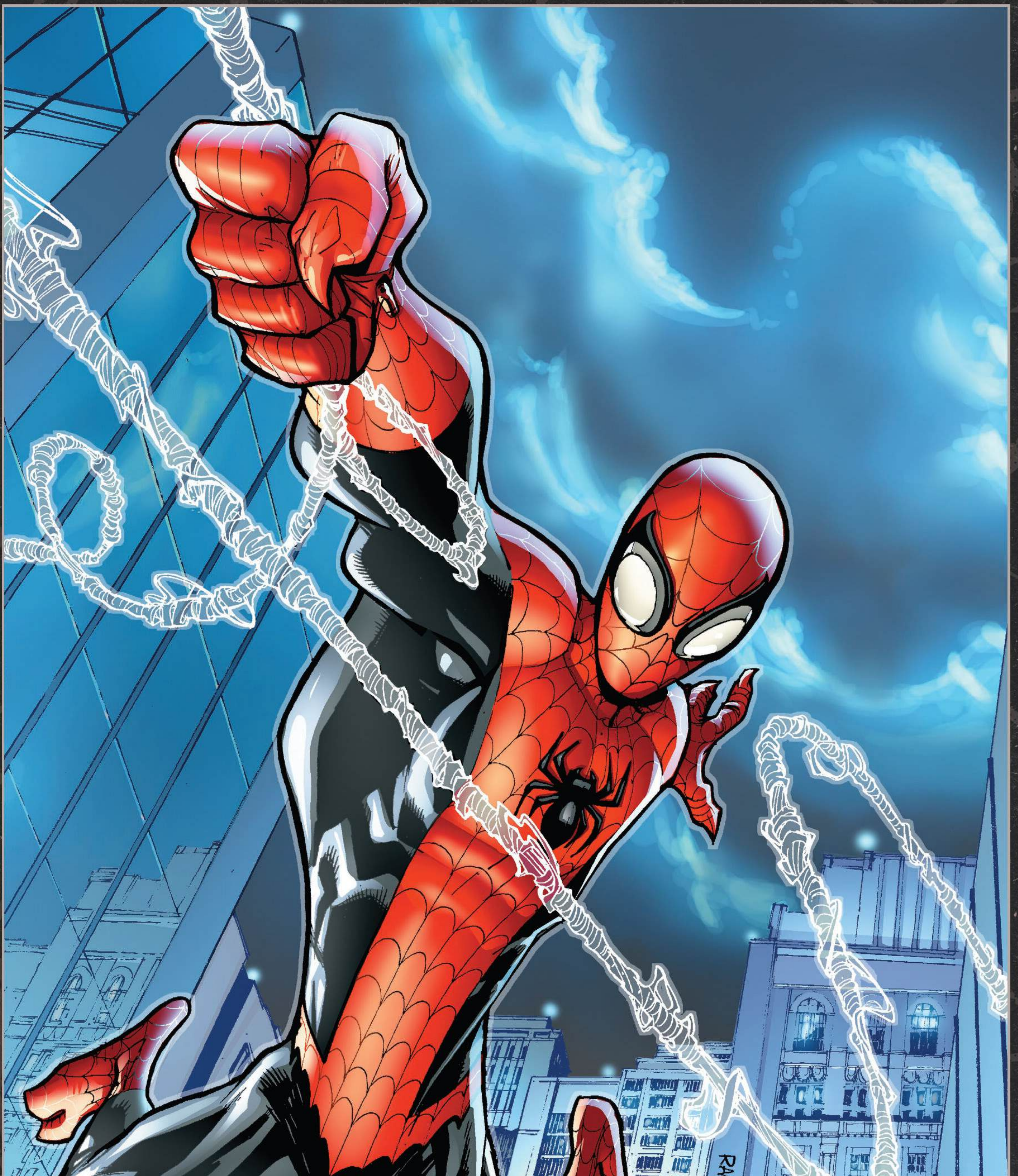
AMAZING SPIDER-MAN #700 4TH-PRINTING VARIANT BY **RYAN STEGMAN & JASON HOWARD**

RAMOS 13
delgado
AFTER MAESTRO John Romita JR
I'M NOT WORTHY!

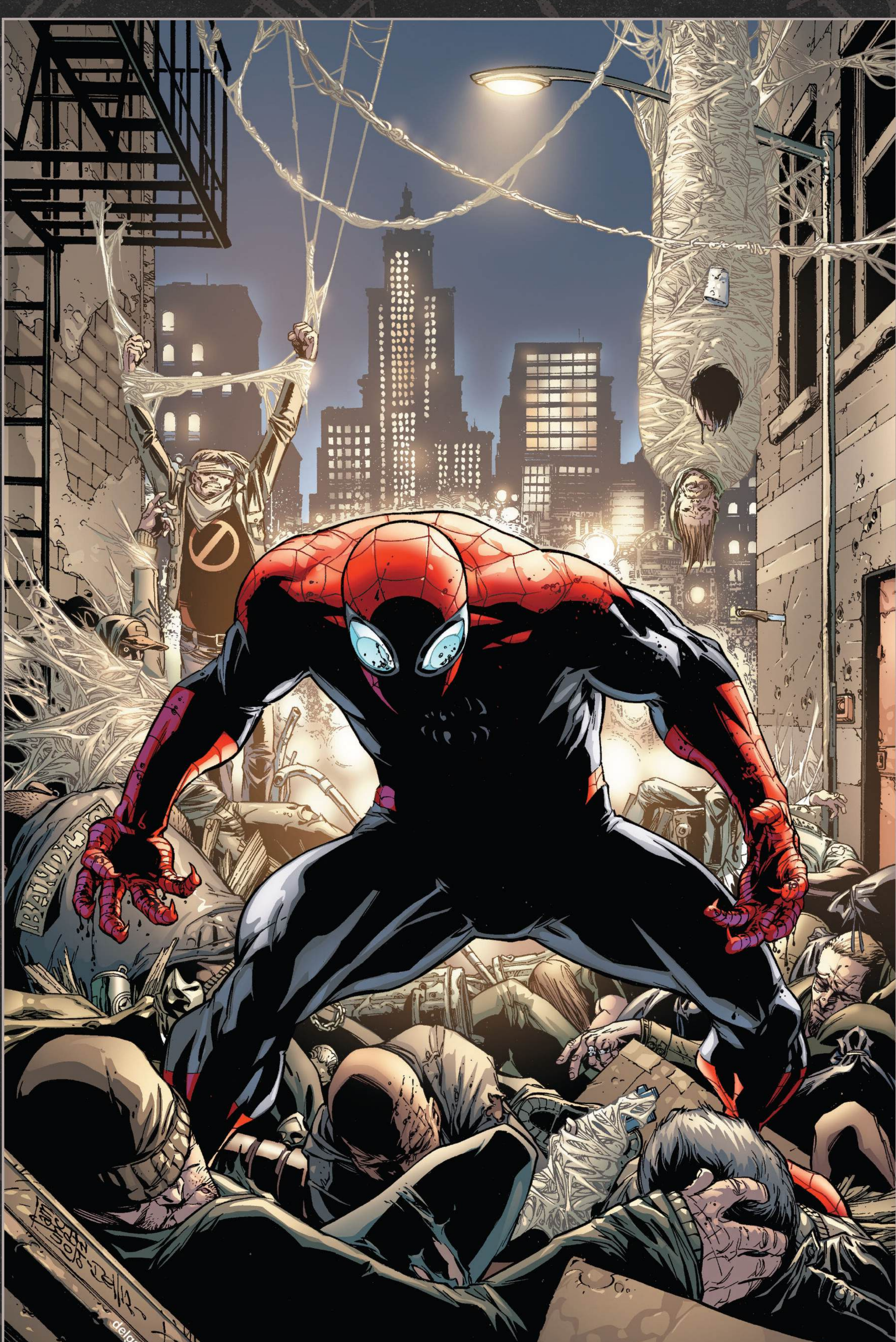
AMAZING SPIDER-MAN #700 5TH-PRINTING VARIANT BY **HUMBERTO RAMOS & EDGAR DELGADO**


Campbell 2012
delgado

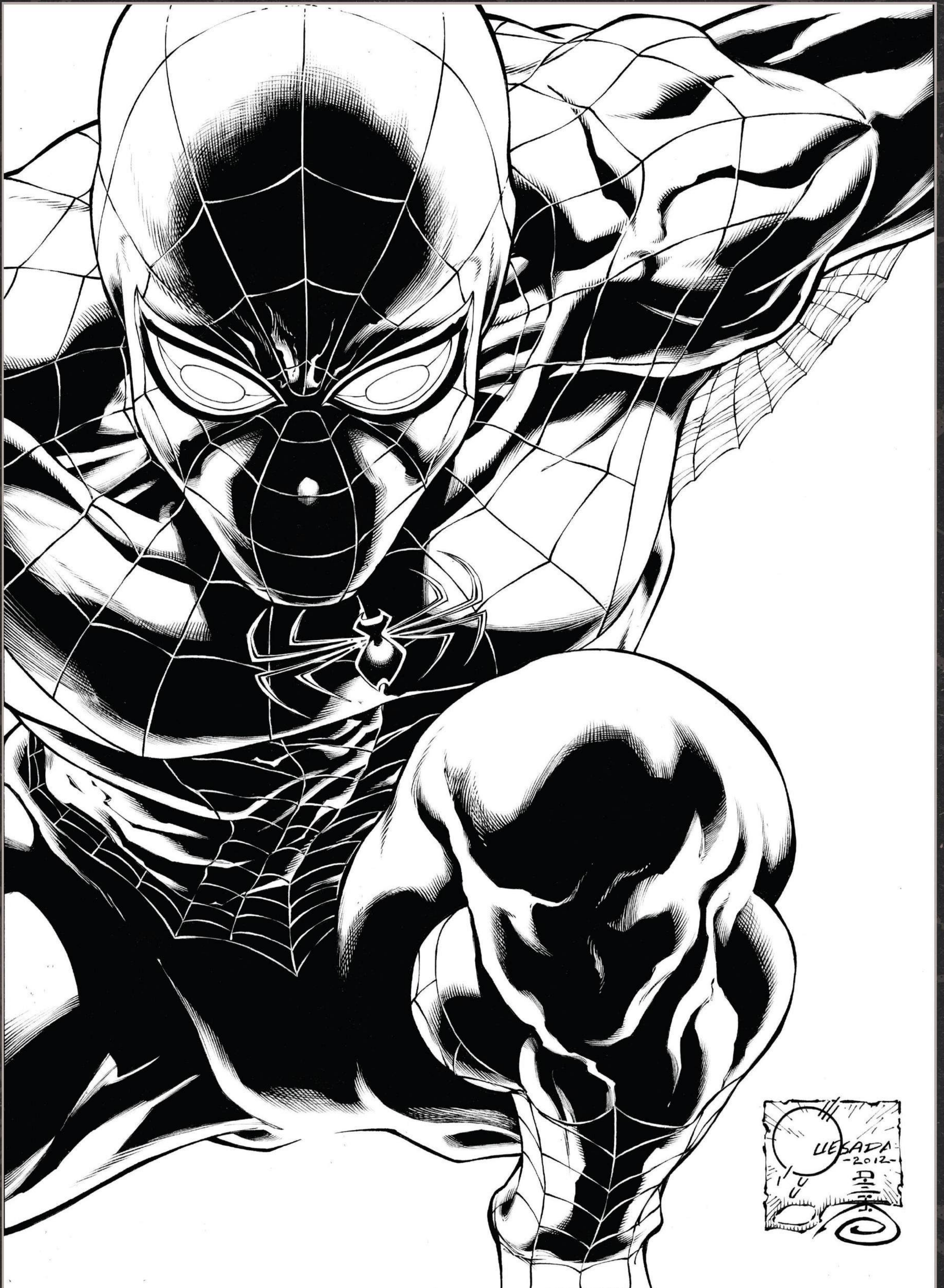
AMAZING SPIDER-MAN #700 & *SUPERIOR SPIDER-MAN #1* COMBINED VARIANTS **J. SCOTT CAMPBELL & EDGAR DELGADO**


RAMOS 2012
delgado

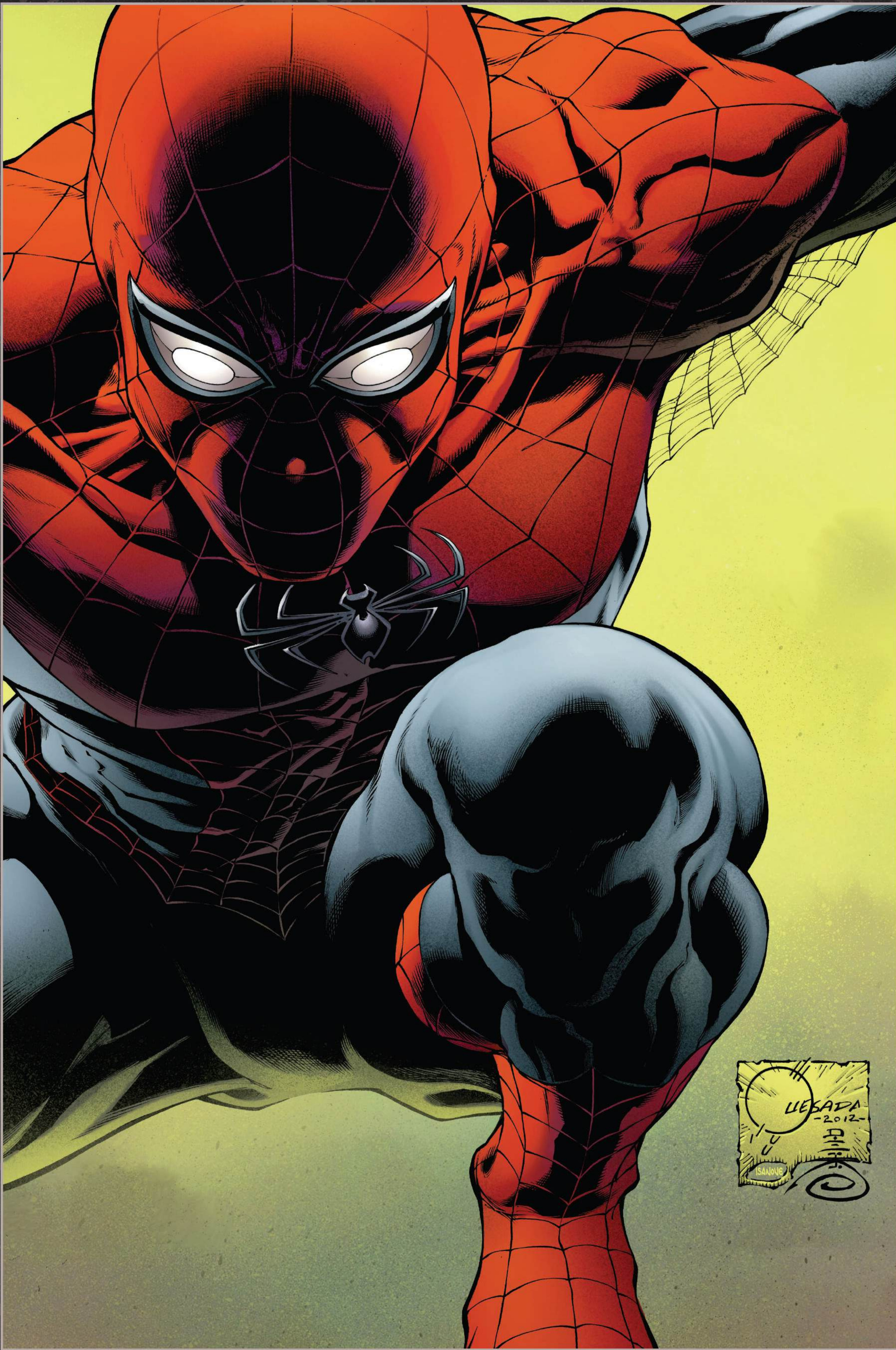
SUPERIOR SPIDER-MAN #1 VARIANT BY **HUMBERTO RAMOS & EDGAR DELGADO**



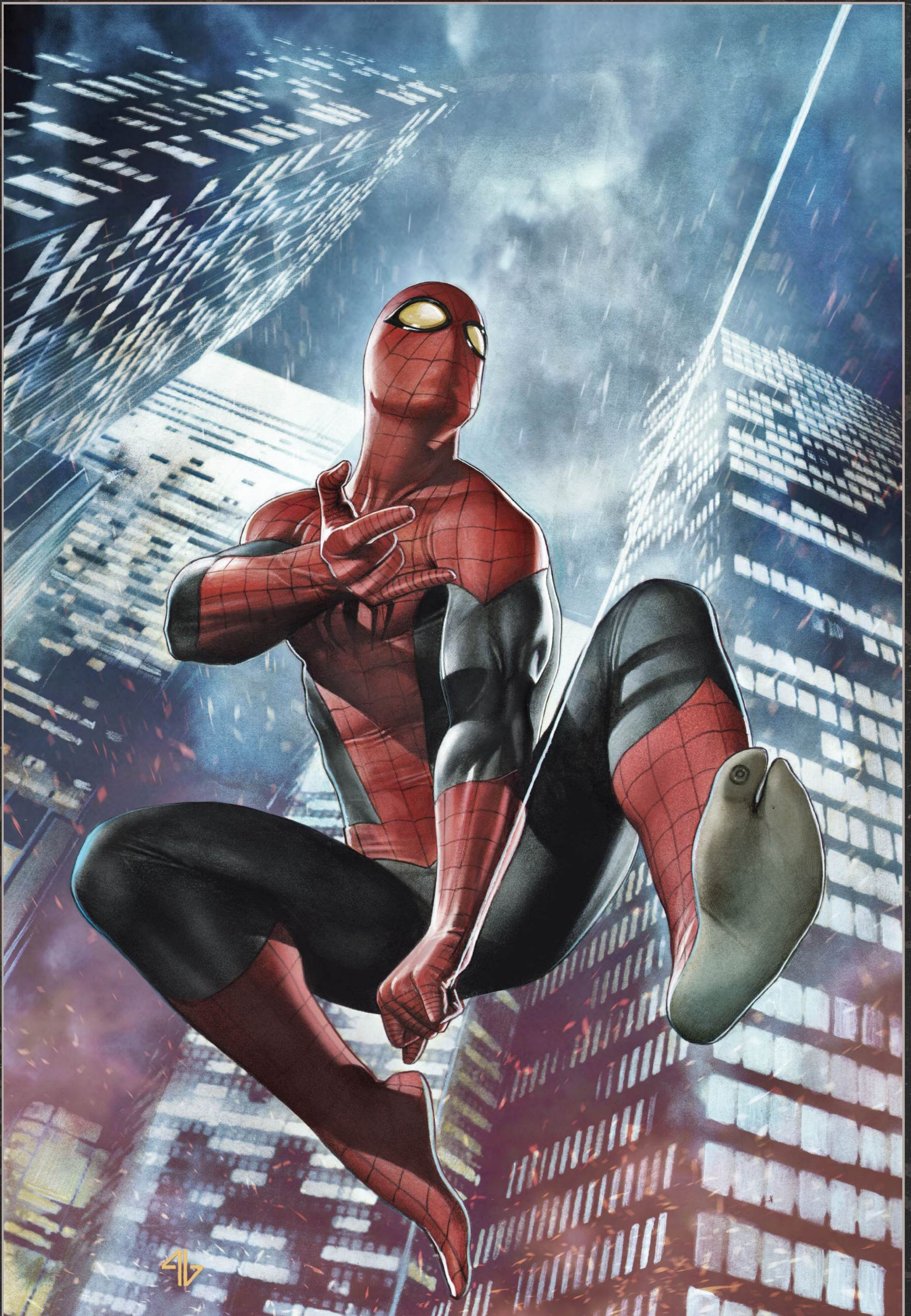
SUPERIOR SPIDER-MAN #1 VARIANT BY **GIUSEPPE CAMUNCOLI, JOHN DELL & EDGAR DELGADO**


QUESADA
-2012-

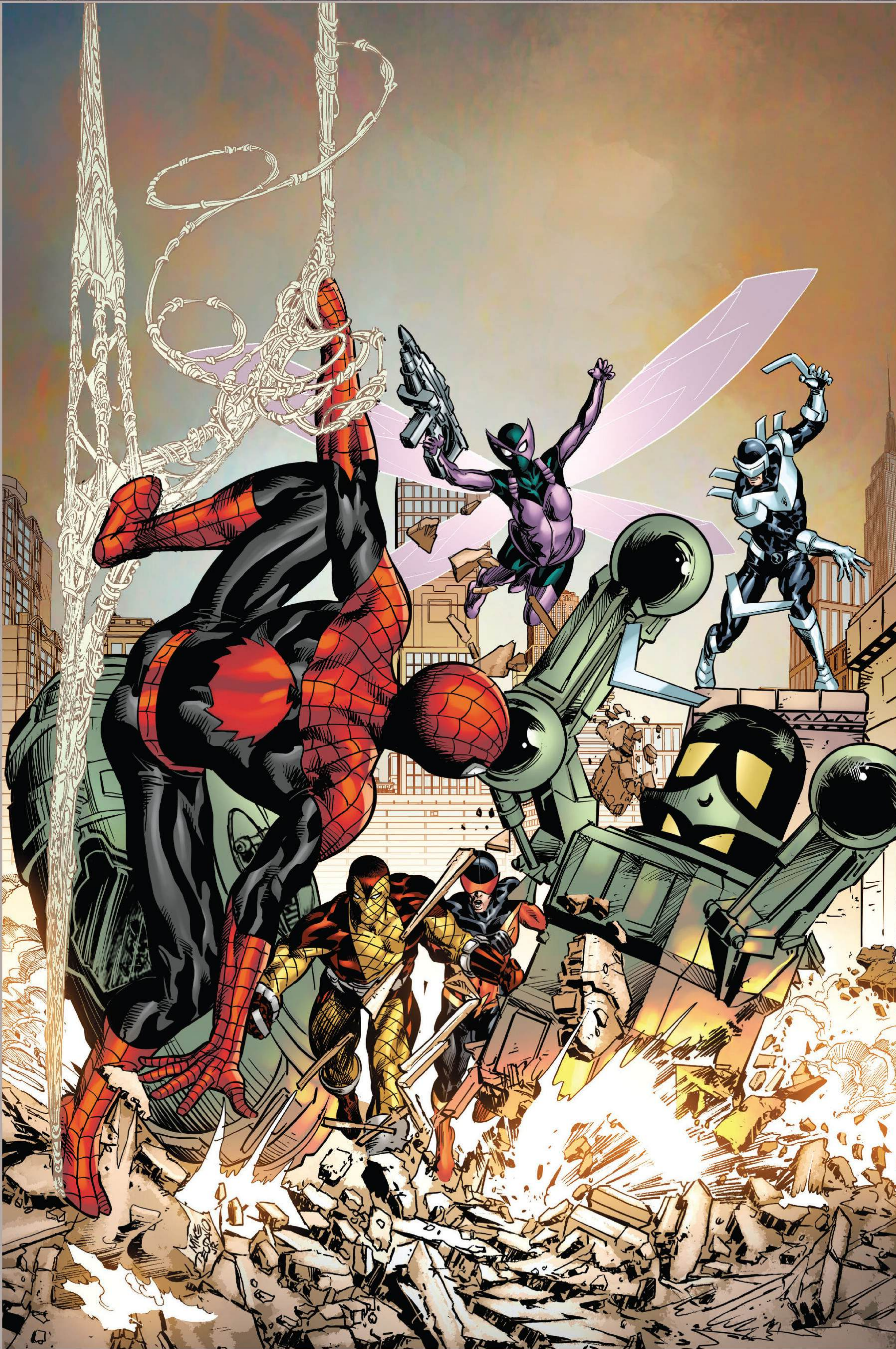
SUPERIOR SPIDER-MAN #1 SKETCH VARIANT BY **JOE QUESADA & DANNY MIKI**


QUESADA
-2012-
ISANOVE

SUPERIOR SPIDER-MAN #1 VARIANT BY **JOE QUESADA, DANNY MIKI & RICHARD ISANOVE**

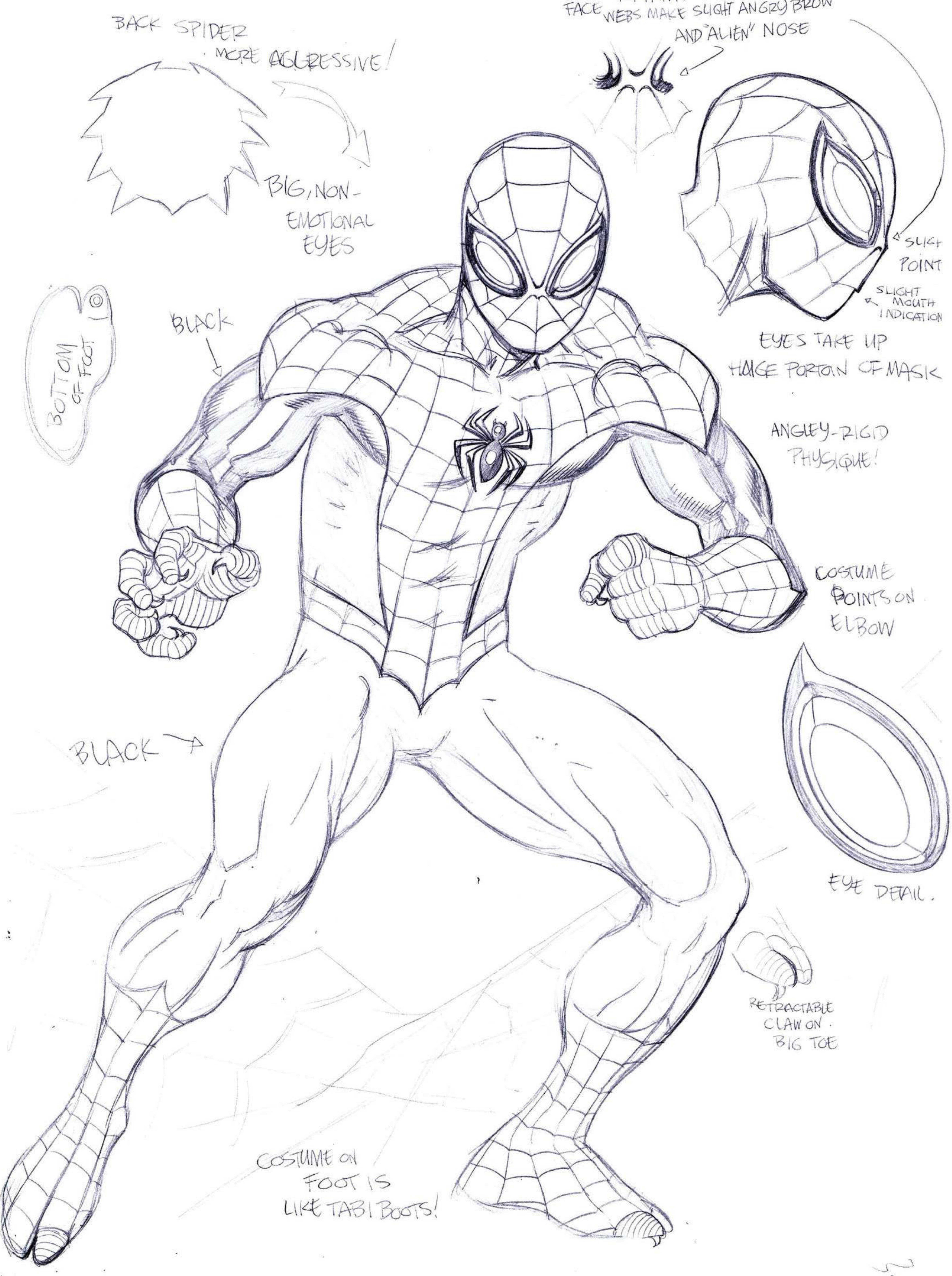


SUPERIOR SPIDER-MAN #1 VARIANT BY **ADI GRANOV**



SUPERIOR SPIDER-MAN #1 VARIANT BY **MIKE DEODATO JR. & RAIN BEREDO**

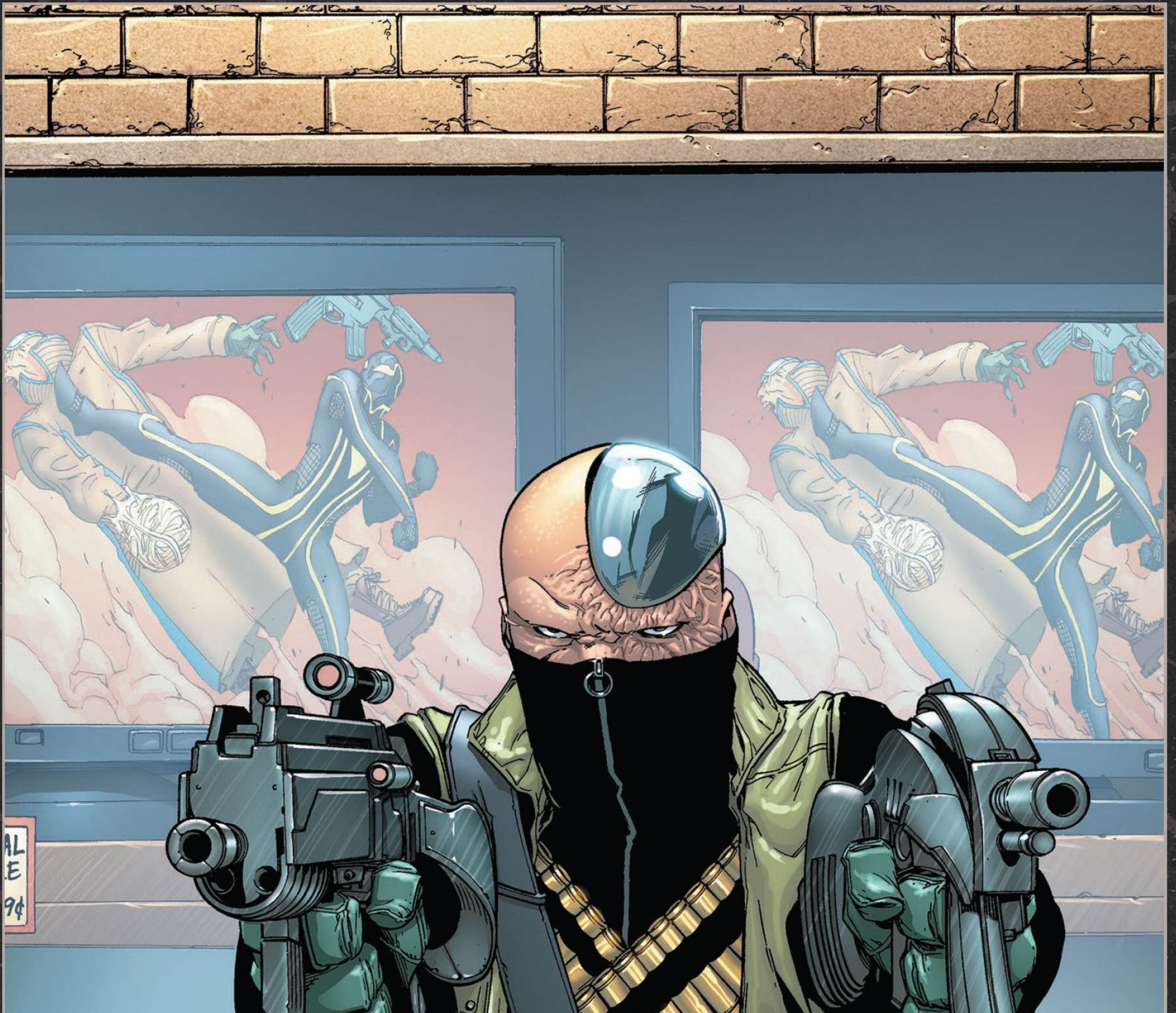
SUPERIOR SPIDER-MAN #1 VARIANT BY **SKOTTIE YOUNG**


BACK SPIDER MORE AGGRESSIVE!
BIG, NON-EMOTIONAL EYES
*IMPORTANT! FACE WEBS MAKE SLIGHT ANGRY BROW AND "ALIEN" NOSE
SLIGHT POINT
SLIGHT MOUTH INDICATION
EYES TAKE UP HUGE PORTOIN OF MASK
BOTTOM OF FOOT
BLACK
ANGRY-RIGID PHYSIQUE!
COSTUME POINTS ON ELBOW
BLACK →
EYE DETAIL.
RETRACTABLE CLAW ON BIG TOE
COSTUME ON FOOT IS LIKE TABI BOOTS!

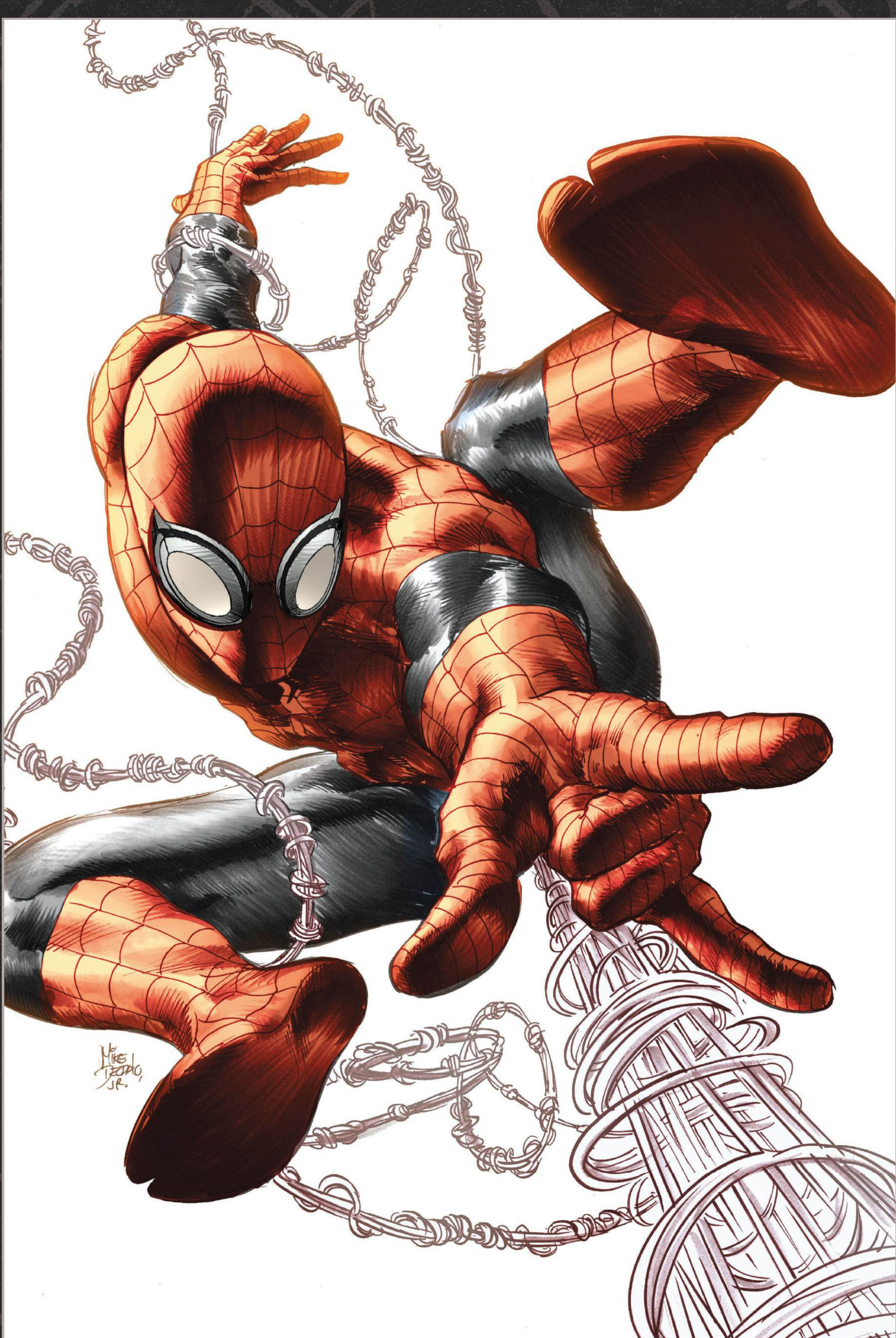
SUPERIOR SPIDER-MAN #1 DESIGN VARIANT BY ED McGUINNESS

SUPERIOR SPIDER-MAN #2 VARIANT BY **ED McGUINNESS & MARTE GRACIA**

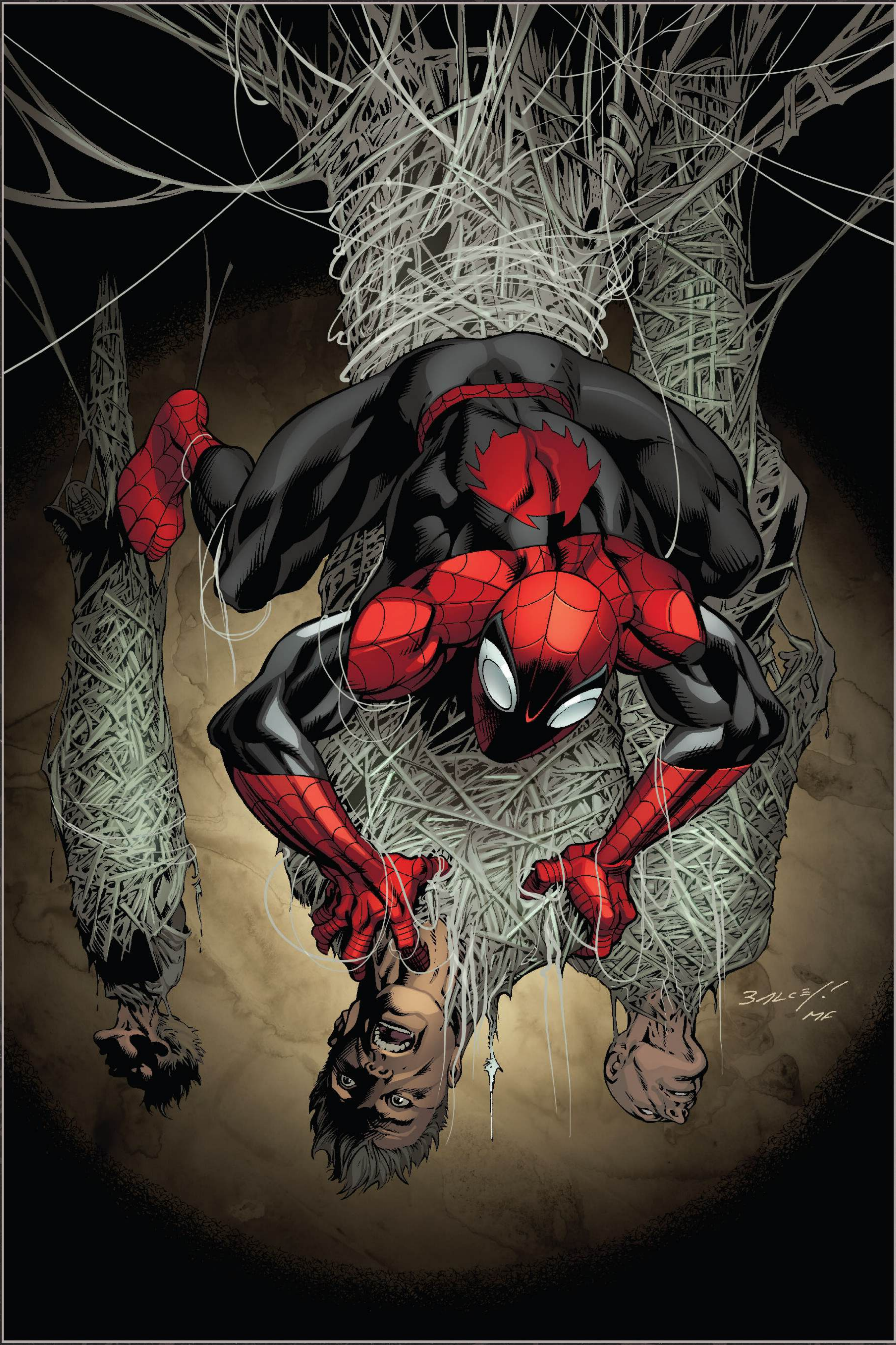
SUPERIOR SPIDER-MAN #3 VARIANT BY **SIMONE BIANCHI & SIMONE PERUZZI**


·DELL12·
delgado

SUPERIOR SPIDER-MAN #4 UNUSED COVER ART BY **GIUSEPPE CAMUNCOLI, JOHN DELL & EDGAR DELGADO**

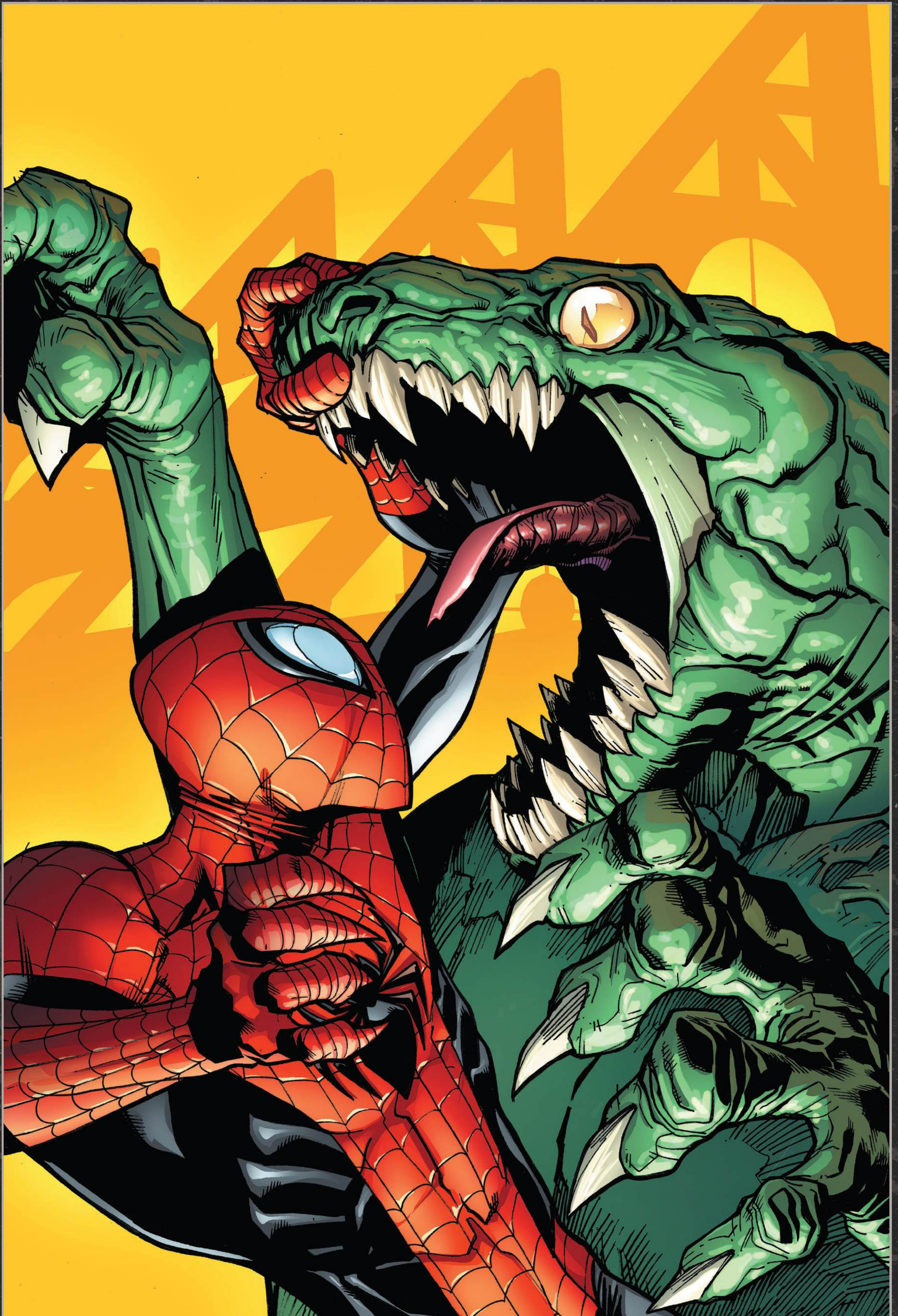


SUPERIOR SPIDER-MAN #4 VARIANT BY **MIKE DEODATO JR. & RAIN BEREDO**

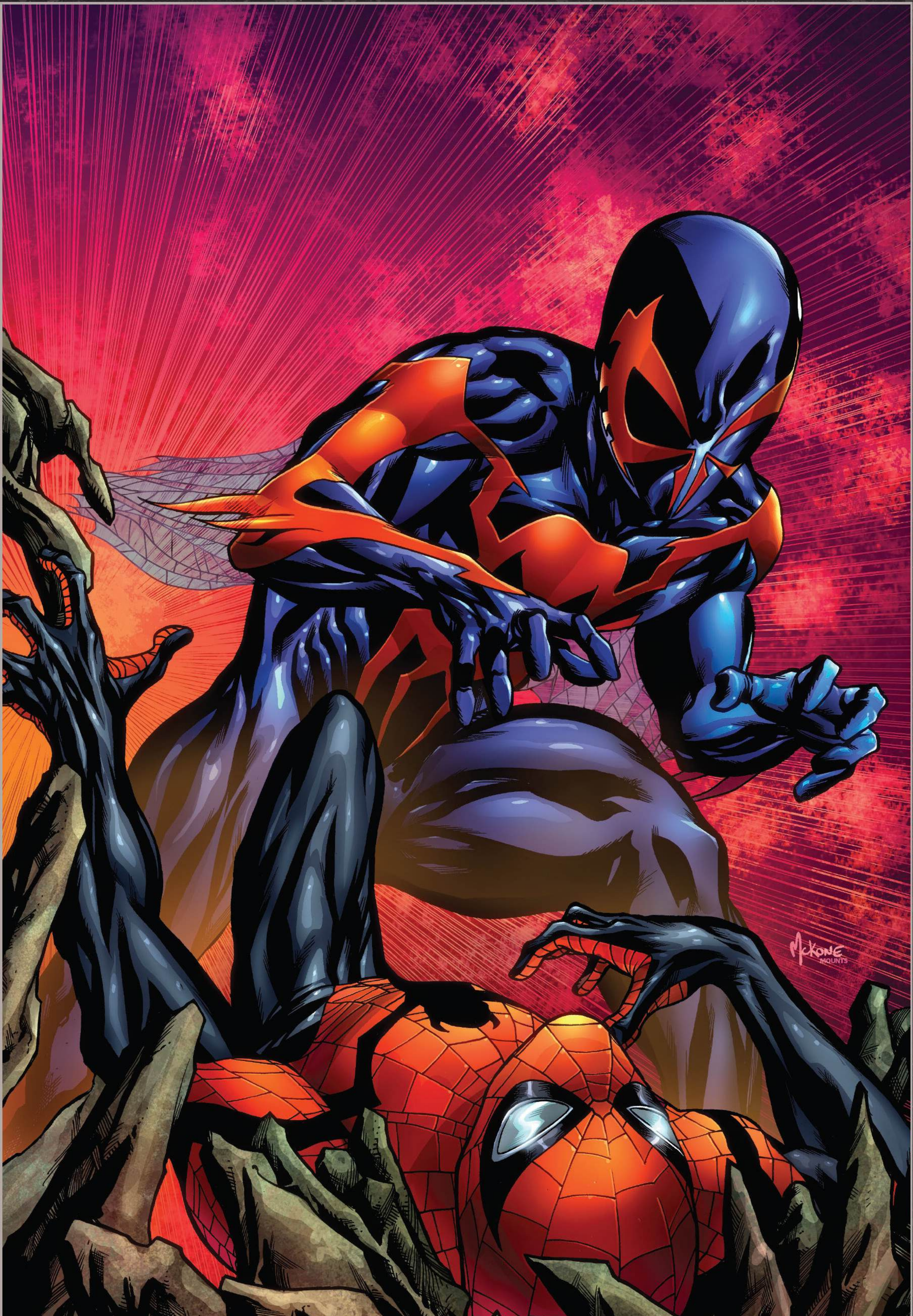


SUPERIOR SPIDER-MAN #5 VARIANT BY **MARK BAGLEY, MARK FARMER & MARTE GRACIA**

SUPERIOR SPIDER-MAN #9 VARIANT BY **RYAN STEGMAN & JASON HOWARD**

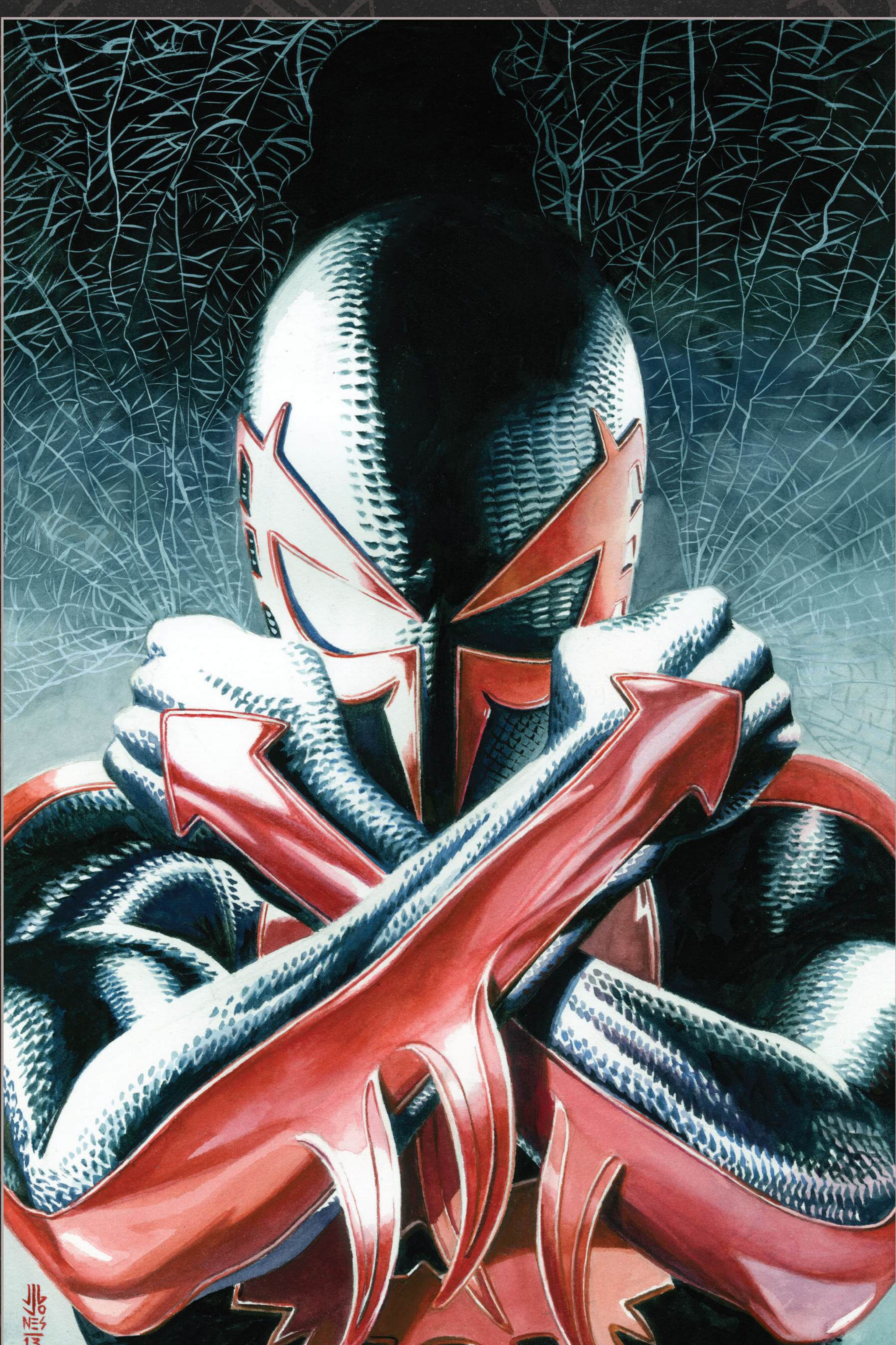


SUPERIOR SPIDER-MAN #13 SAN DIEGO COMIC-CON 2013 VARIANT BY **HUMBERTO RAMOS & EDGAR DELGADO**

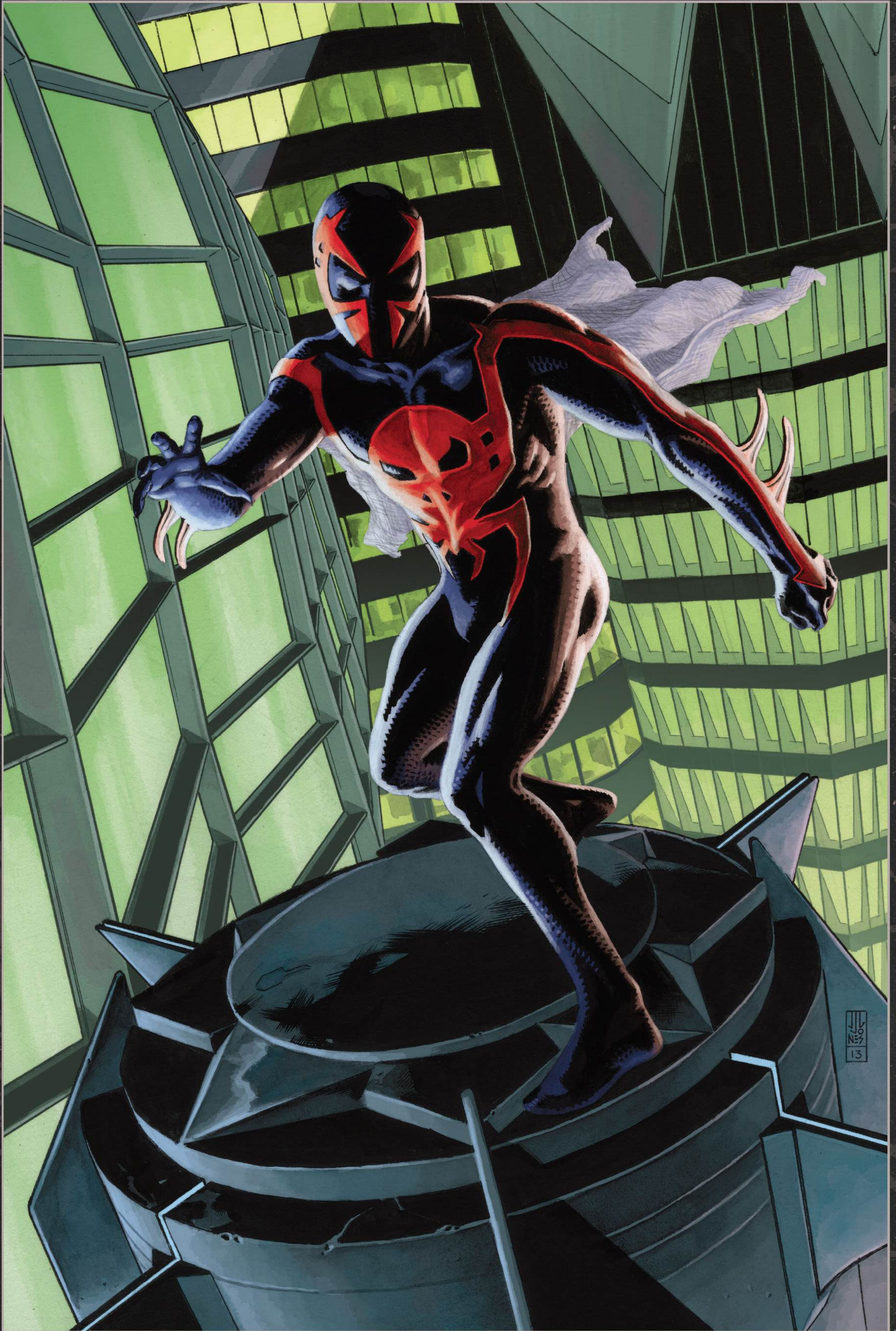

McKONE
MOUNTS

SUPERIOR SPIDER-MAN #17 VARIANT BY **MIKE McKONE & PAUL MOUNTS**

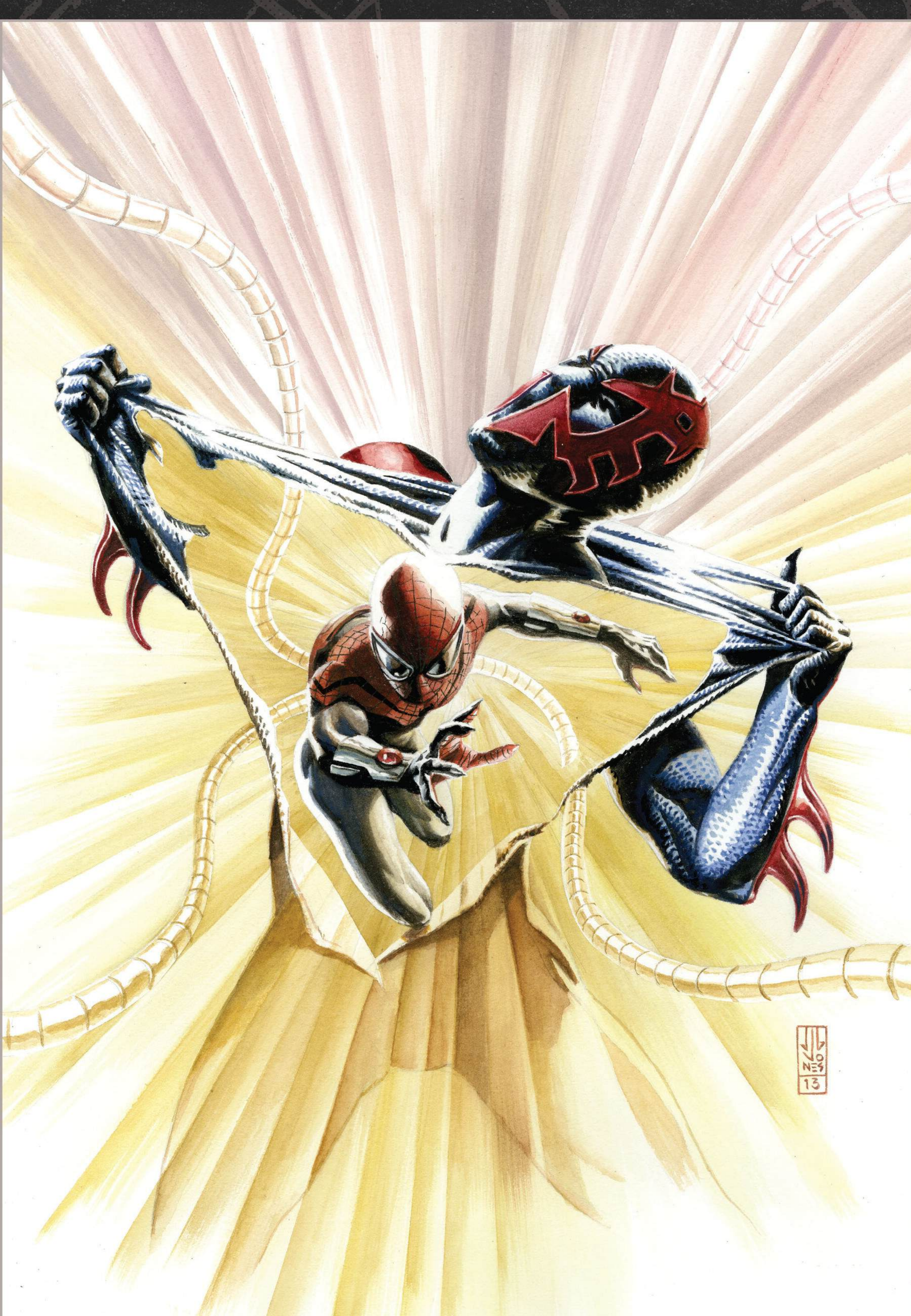
SUPERIOR SPIDER-MAN #17 VARIANT BY **OLIVIER COIPEL**



SUPERIOR SPIDER-MAN #17 VARIANT BY **J.G. JONES**



SUPERIOR SPIDER-MAN #18 VARIANT BY J.G. JONES & DAVE STEWART



SUPERIOR SPIDER-MAN #19 VARIANT BY J.G. JONES & DAVE STEWART

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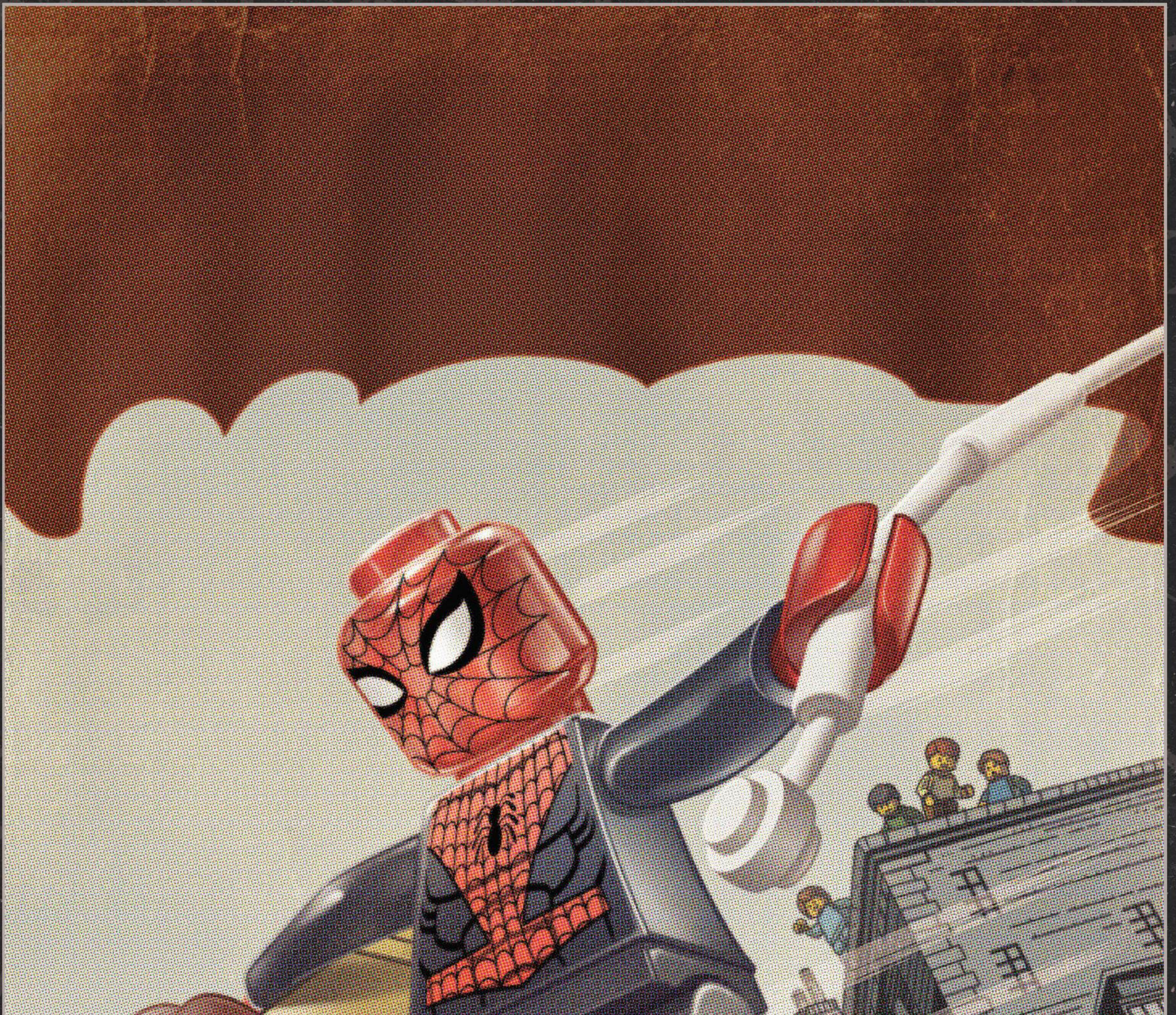

LEONEL CASTELLANI
after
KIRBY/DITKO

SUPERIOR SPIDER-MAN #19 LEGO VARIANT BY **LEONEL CASTELLANI**

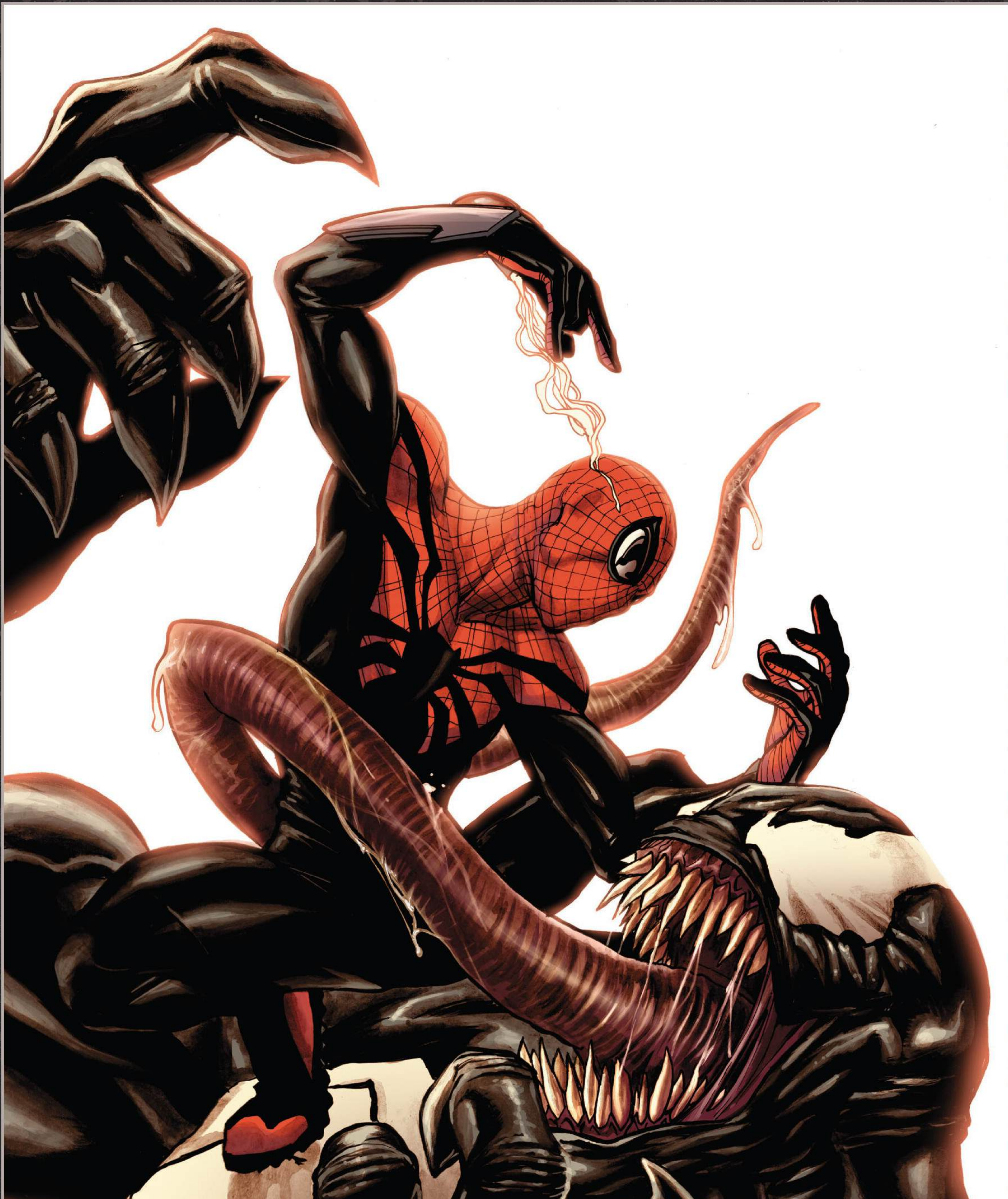
SUPERIOR SPIDER-MAN #20 VARIANT BY J. SCOTT CAMPBELL & NEI RUFFINO

SUPERIOR SPIDER-MAN #20 VARIANT BY **ADI GRANOV**

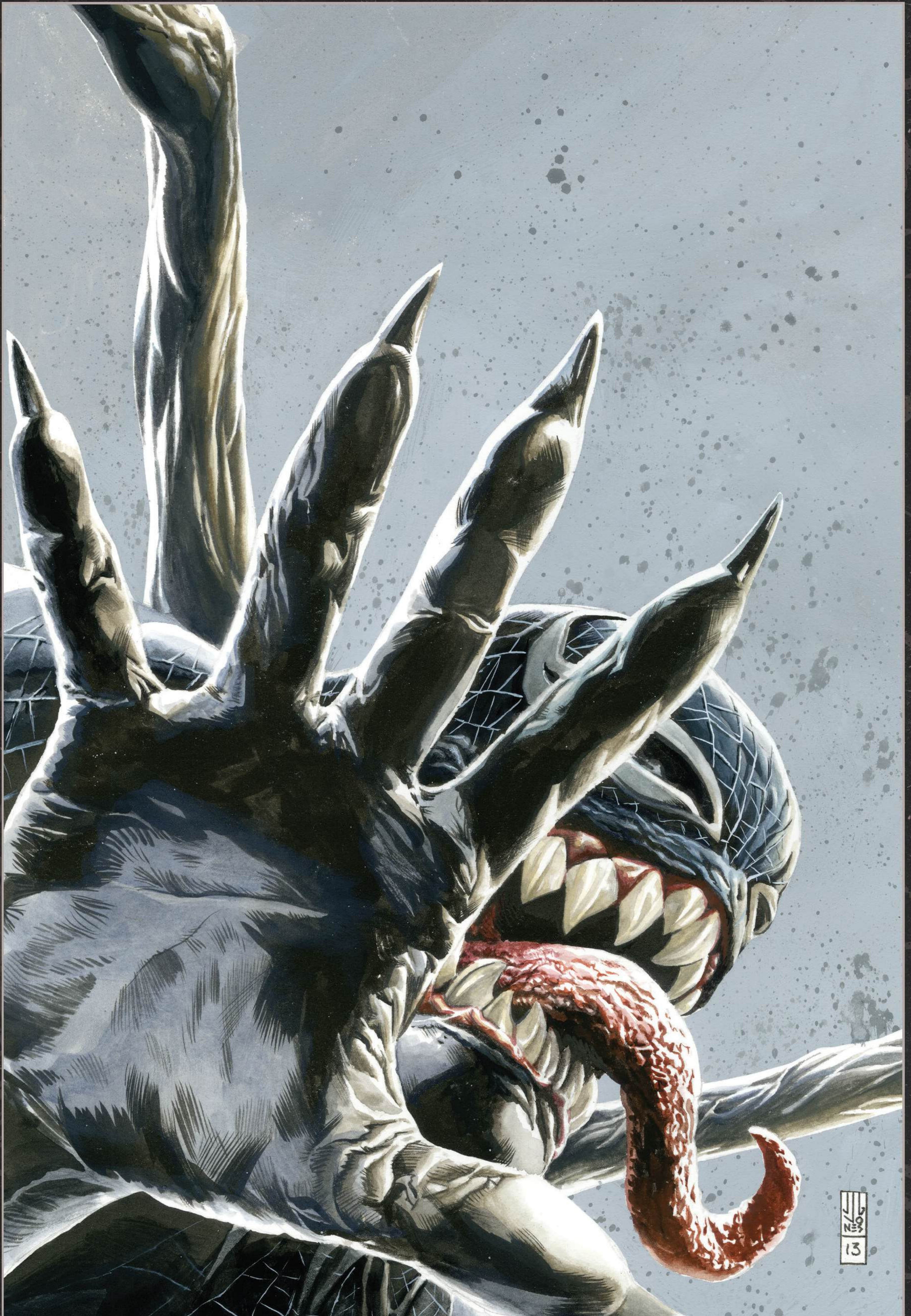
SUPERIOR SPIDER-MAN #22 VARIANT BY J. SCOTT CAMPBELL & EDGAR DELGADO

Skottie Young
2013

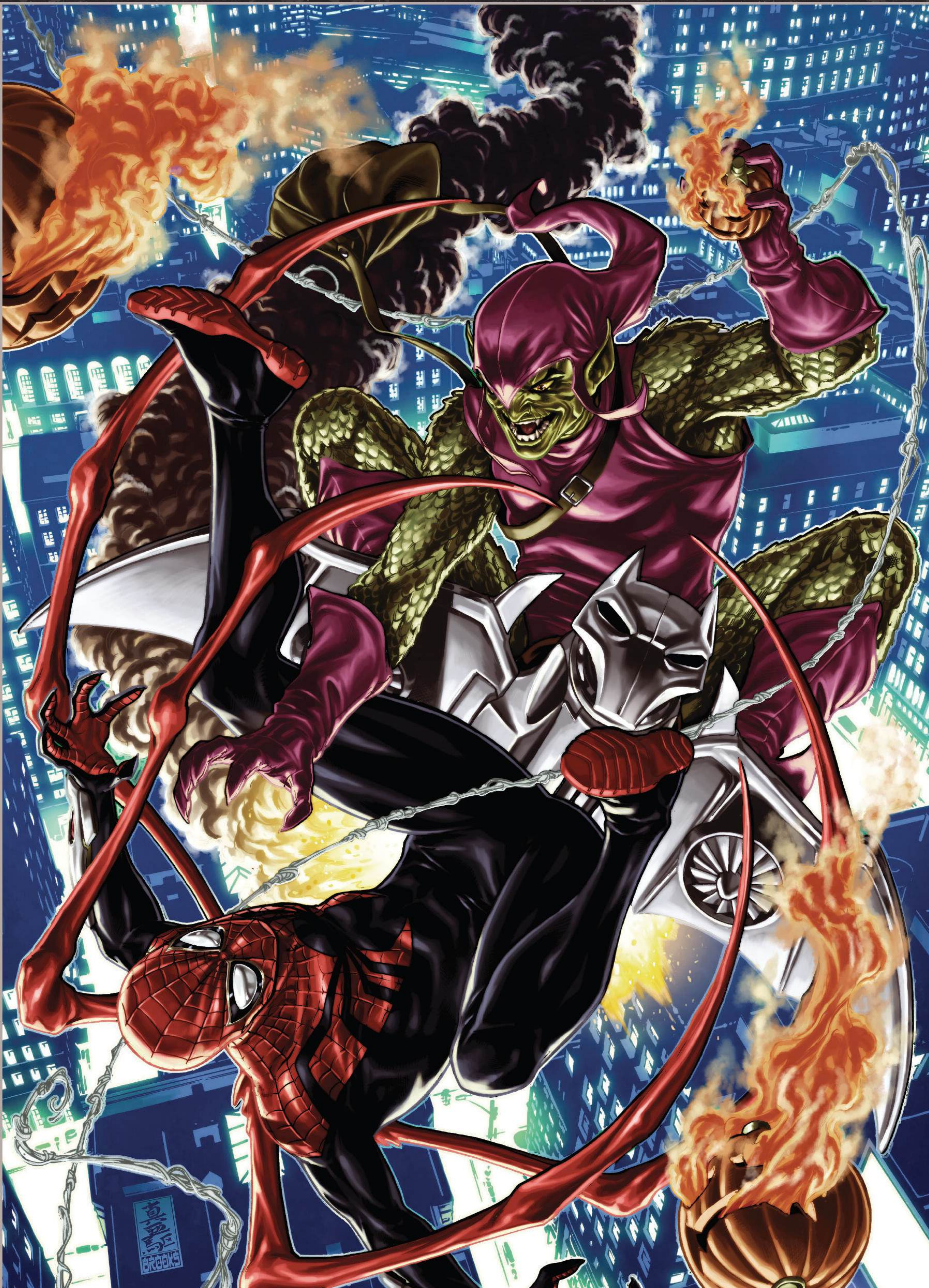
SUPERIOR SPIDER-MAN #23 VARIANT BY **SKOTTIE YOUNG**



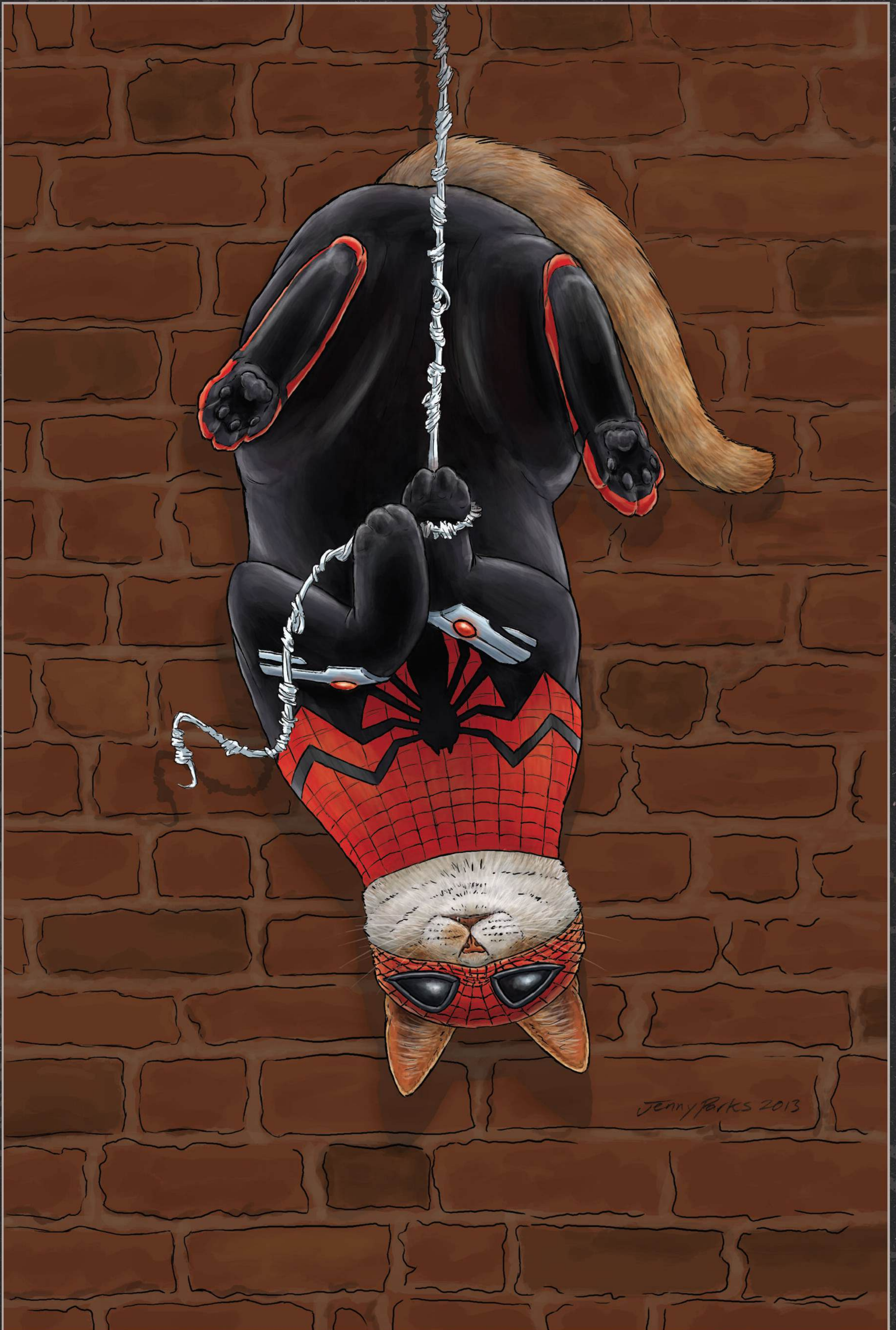
SUPERIOR SPIDER-MAN #24 VARIANT BY **STEFANO CASELLI** & **FRANK MARTIN**



SUPERIOR SPIDER-MAN #25 VARIANT BY J.G. JONES



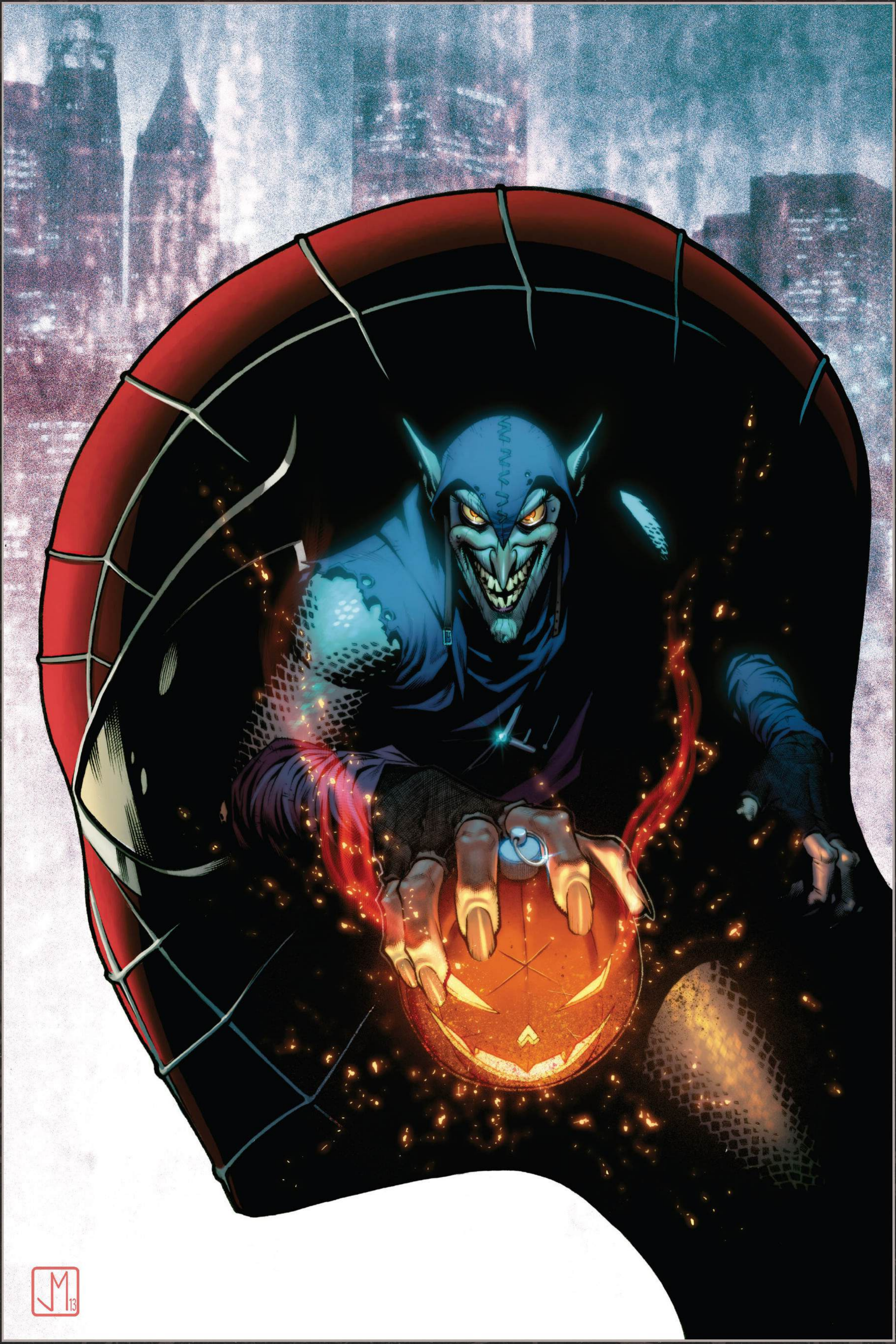
SUPERIOR SPIDER-MAN #27 VARIANT BY **MARK BROOKS**


Jenny Parks 2013

SUPERIOR SPIDER-MAN #27 ANIMAL VARIANT BY **JENNIFER PARKS**

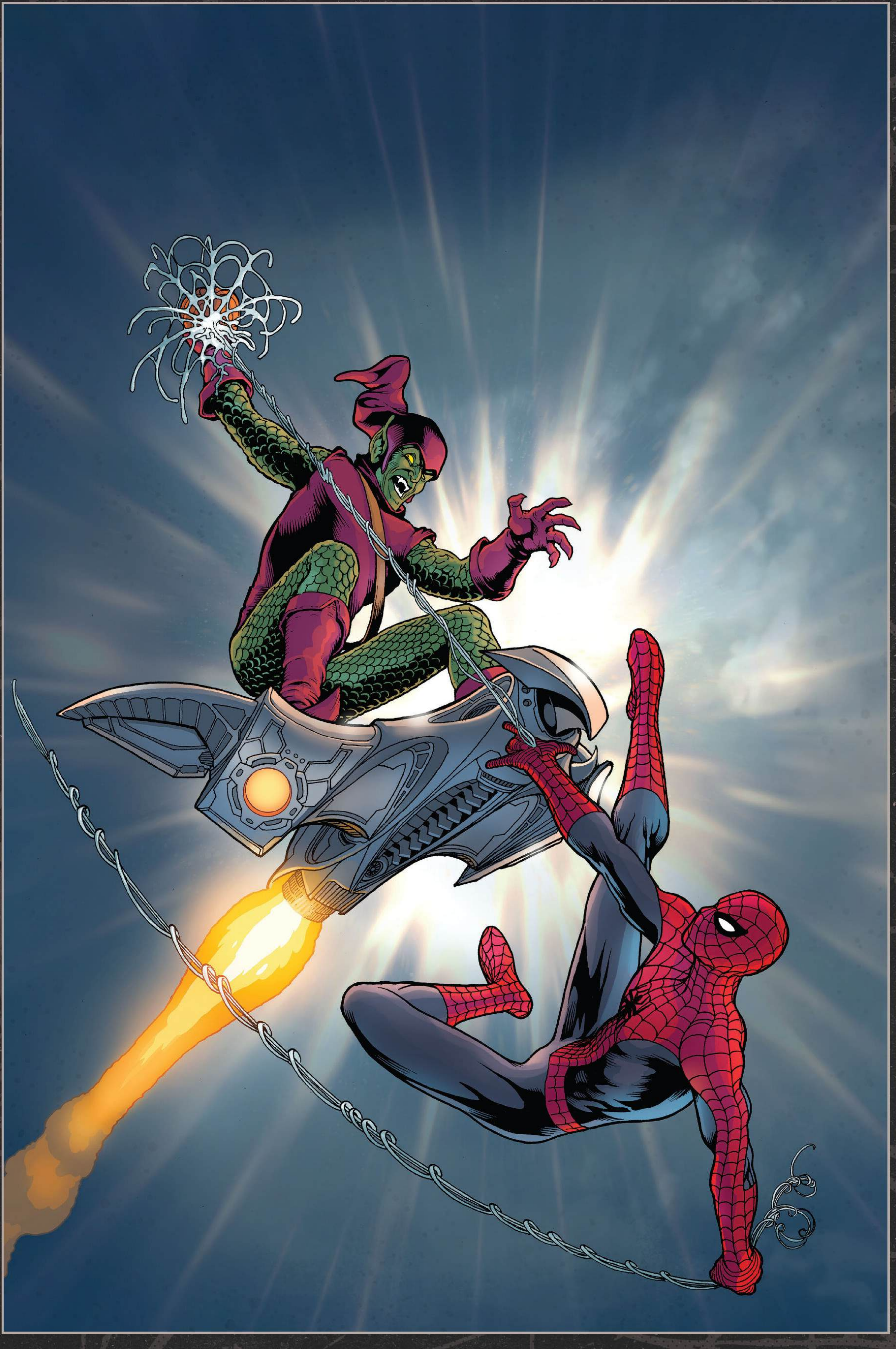
MARQUEZ!
+MARTEGRACIA.

SUPERIOR SPIDER-MAN #28 VARIANT BY **DAVID MARQUEZ & MARTE GRACIA**

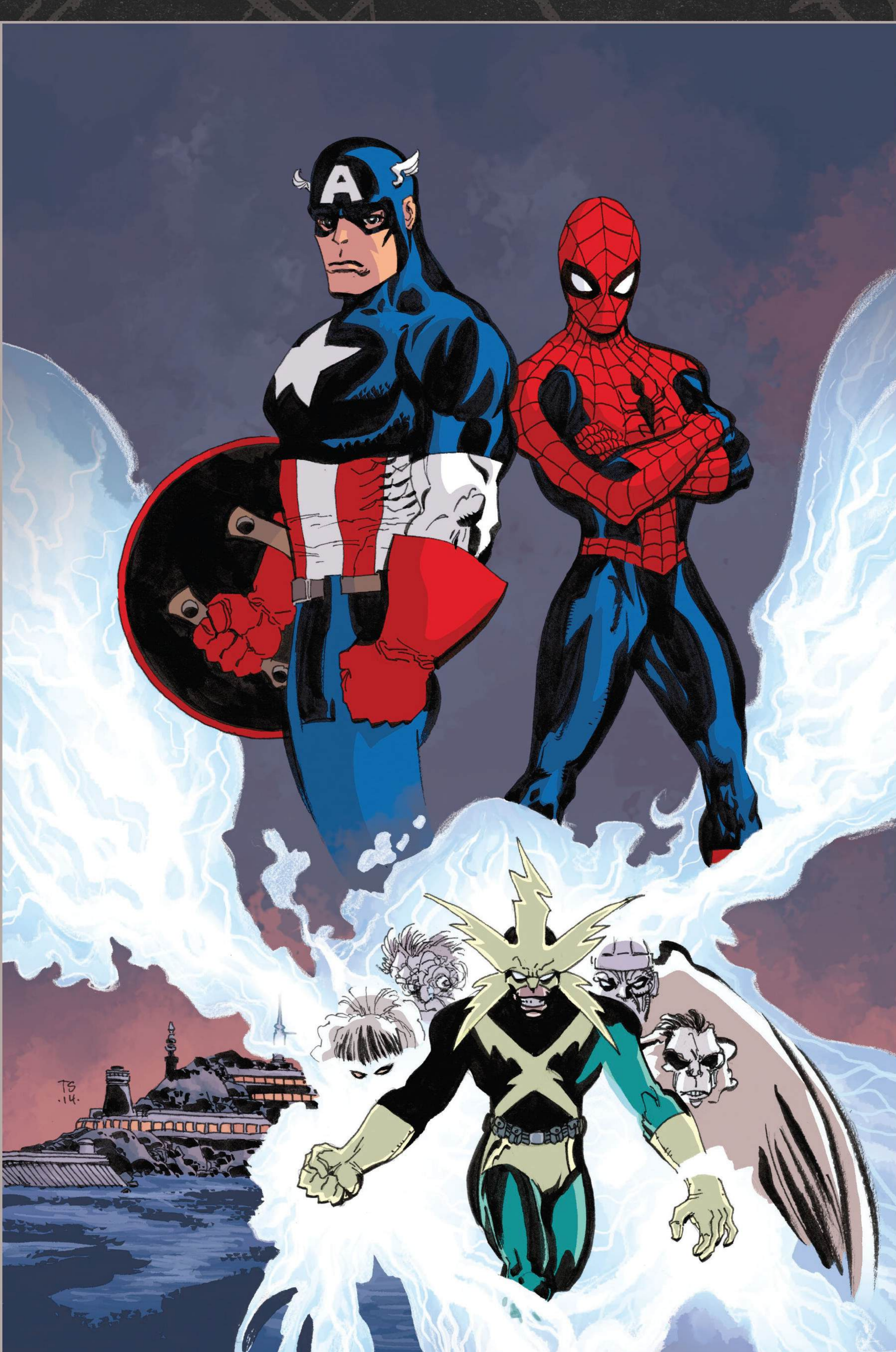


SUPERIOR SPIDER-MAN #29 VARIANT BY **JORGE MOLINA**

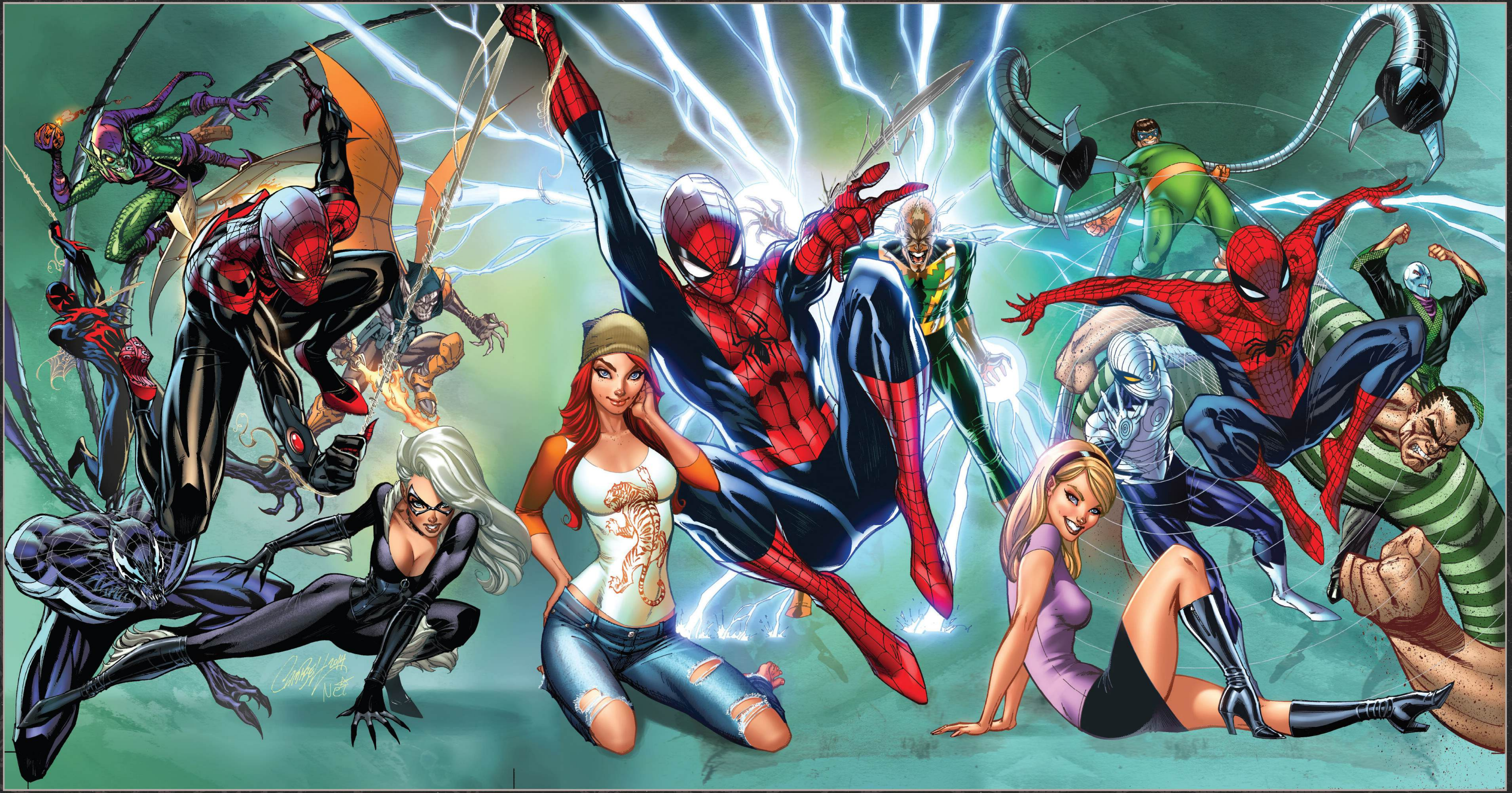
SUPERIOR SPIDER-MAN #29 VARIANT BY J. SCOTT CAMPBELL & EDGAR DELGADO



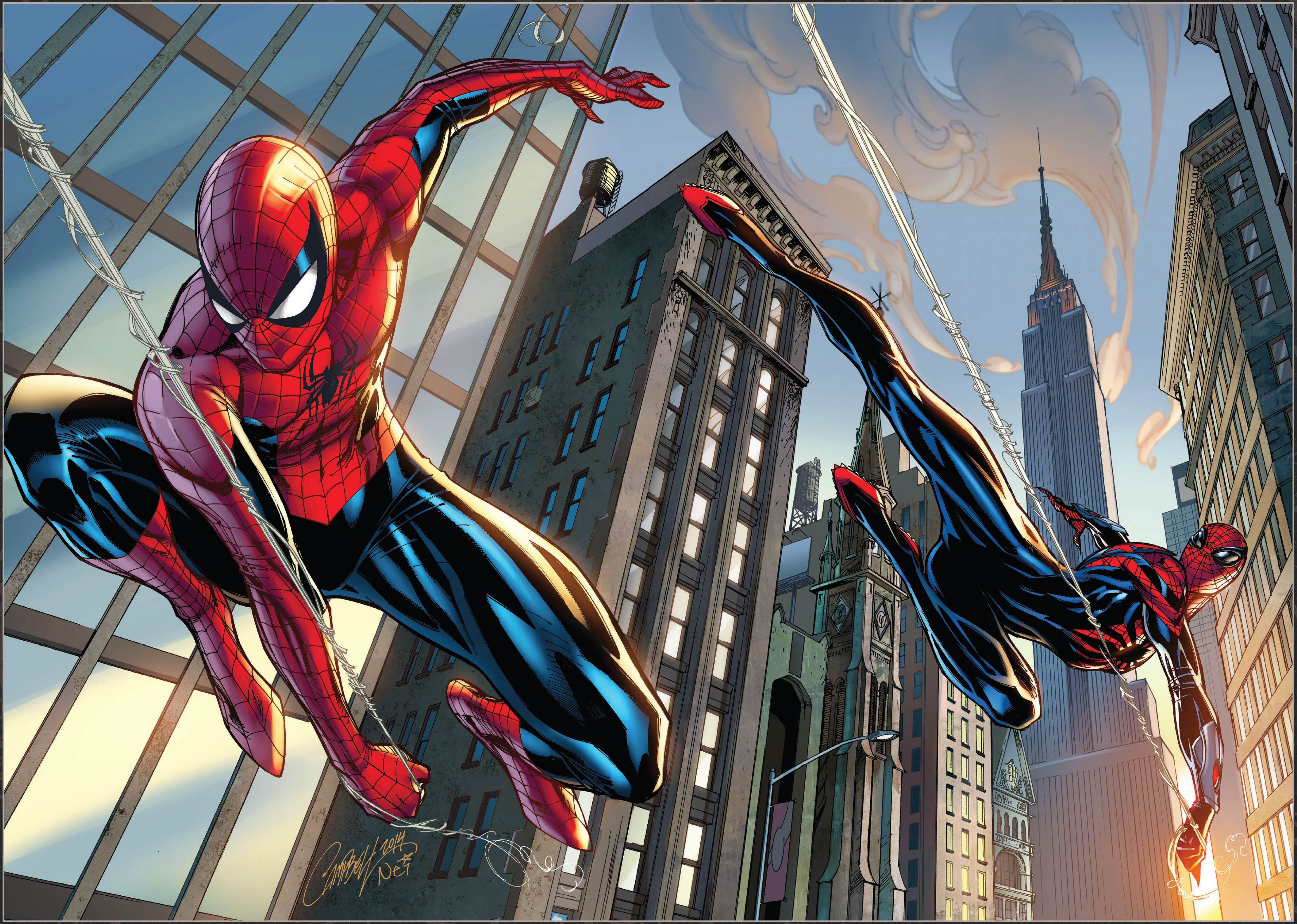
SUPERIOR SPIDER-MAN #31 VARIANT BY **KEVIN MAGUIRE & JIM CAMPBELL**



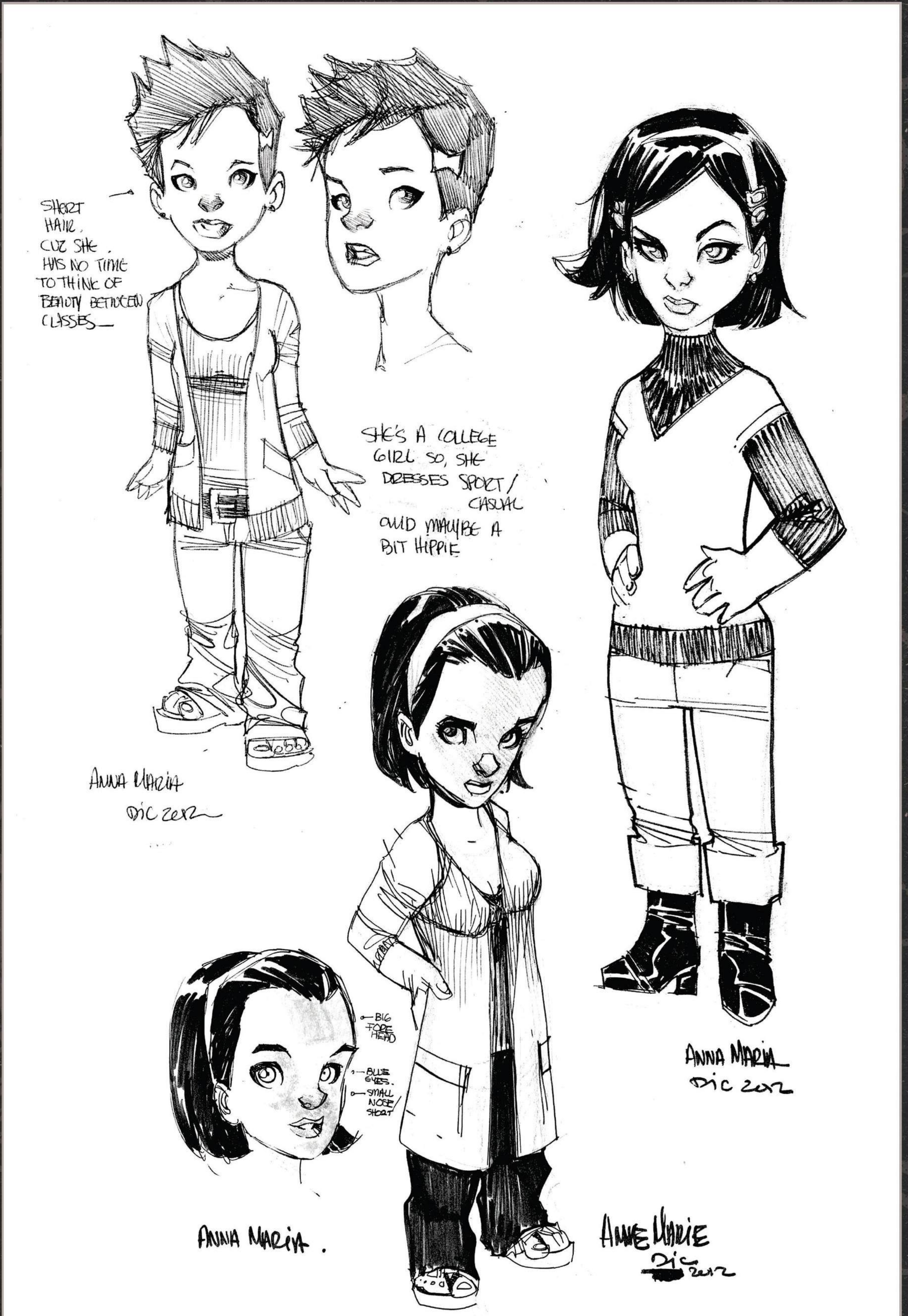
SUPERIOR SPIDER-MAN #31 CAPTAIN AMERICA TEAM-UP VARIANT BY **TIM SALE & DAVE STEWART**



SUPERIOR SPIDER-MAN #31, AMAZING SPIDER-MAN #1 & AMAZING SPIDER-MAN #1.1
COMBINED MIDTOWN VARIANTS BY J. SCOTT CAMPBELL & NEI RUFFINO



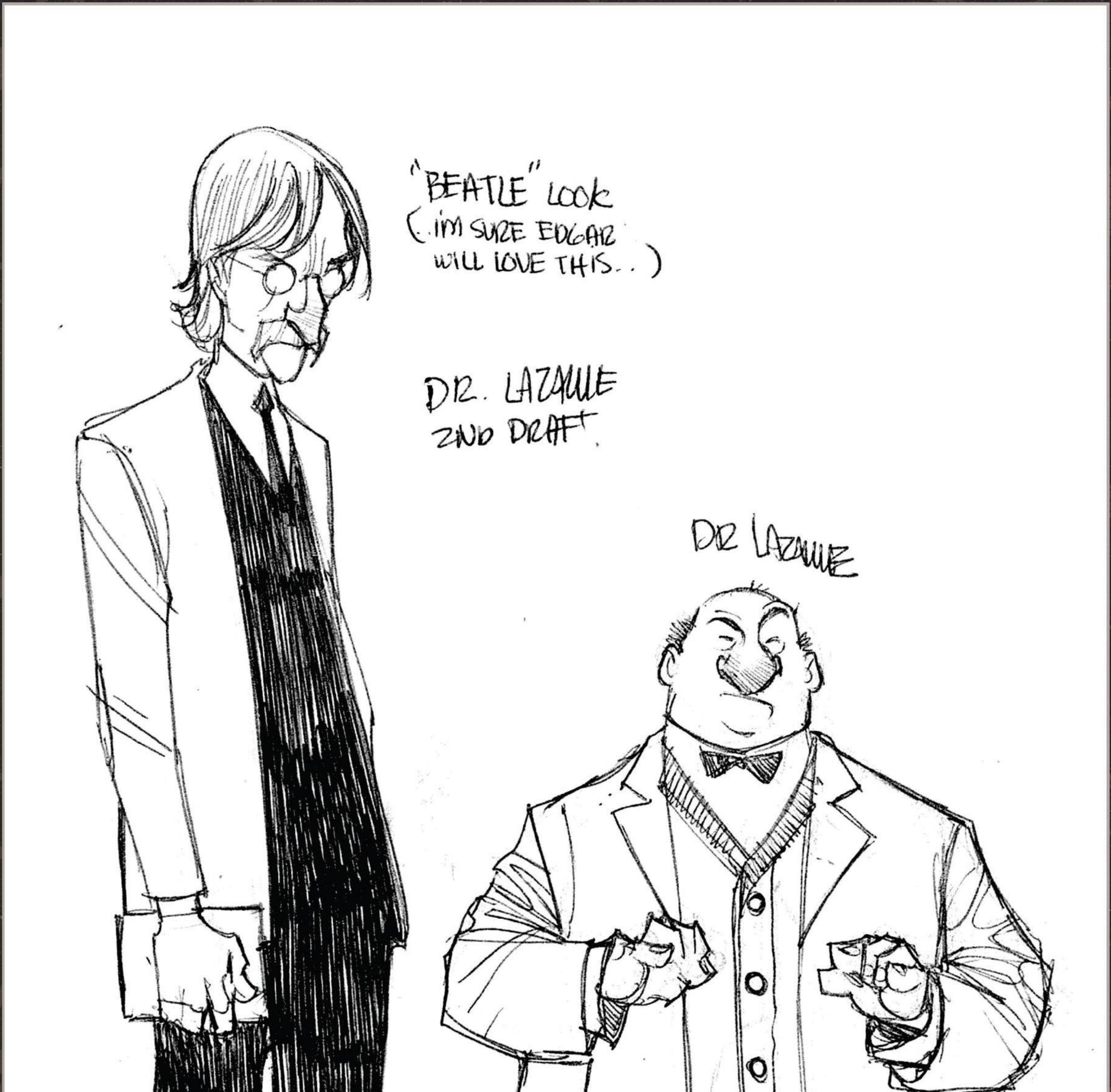
AMAZING SPIDER-MAN #1, SUPERIOR SPIDER-MAN #1 & SPIDER-MAN 2099 #1 COMBINED MIDTOWN VARIANTS BY J. SCOTT CAMPBELL & NEI RUFFINO


SHORT HAIR, CUZ SHE HAS NO TIME TO THINK OF BEAUTY BETWEEN CLASSES_
SHE'S A COLLEGE GIRL SO, SHE DRESSES SPORT/ CASUAL AND MAYBE A BIT HIPPIE
ANNA MARIA
DIC 2012
ANNA MARIA
DIC 2012
BIG FORE HEAD
BLUE EYES.
SMALL NOSE SHORT
ANNA MARIA.
ANNE MARIE
DIC 2012

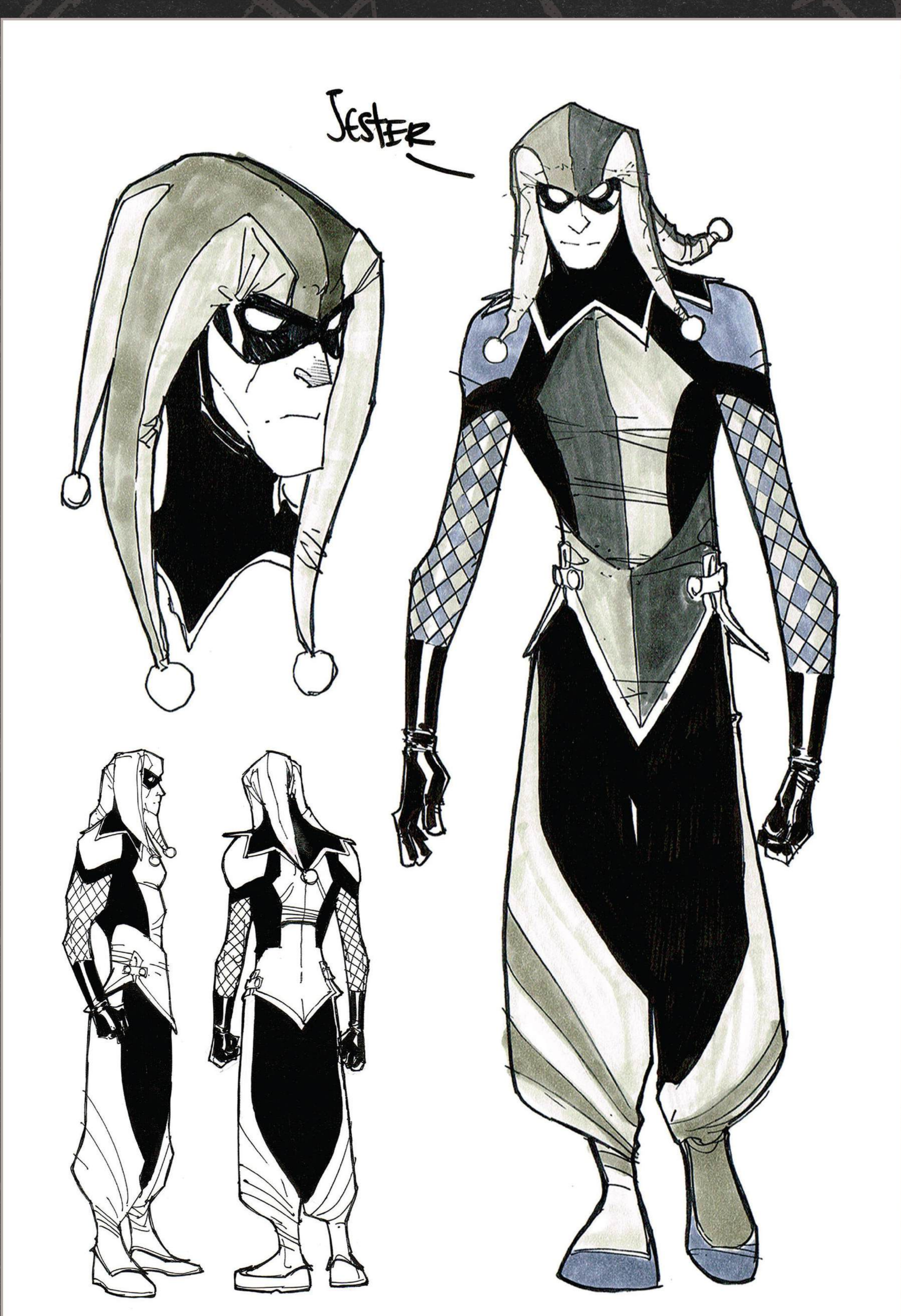
ANNA MARIA SKETCHES BY **HUMBERTO RAMOS**

03 01 13
SHOULDER PAD'S LOGO.
NOT A REDESIGN JUST A LITTLE FRESH LOOK...
CARDIAC 2.0
THE SPEAR CAN SPLIT LIKE DARTH MAUL'S SWORD.

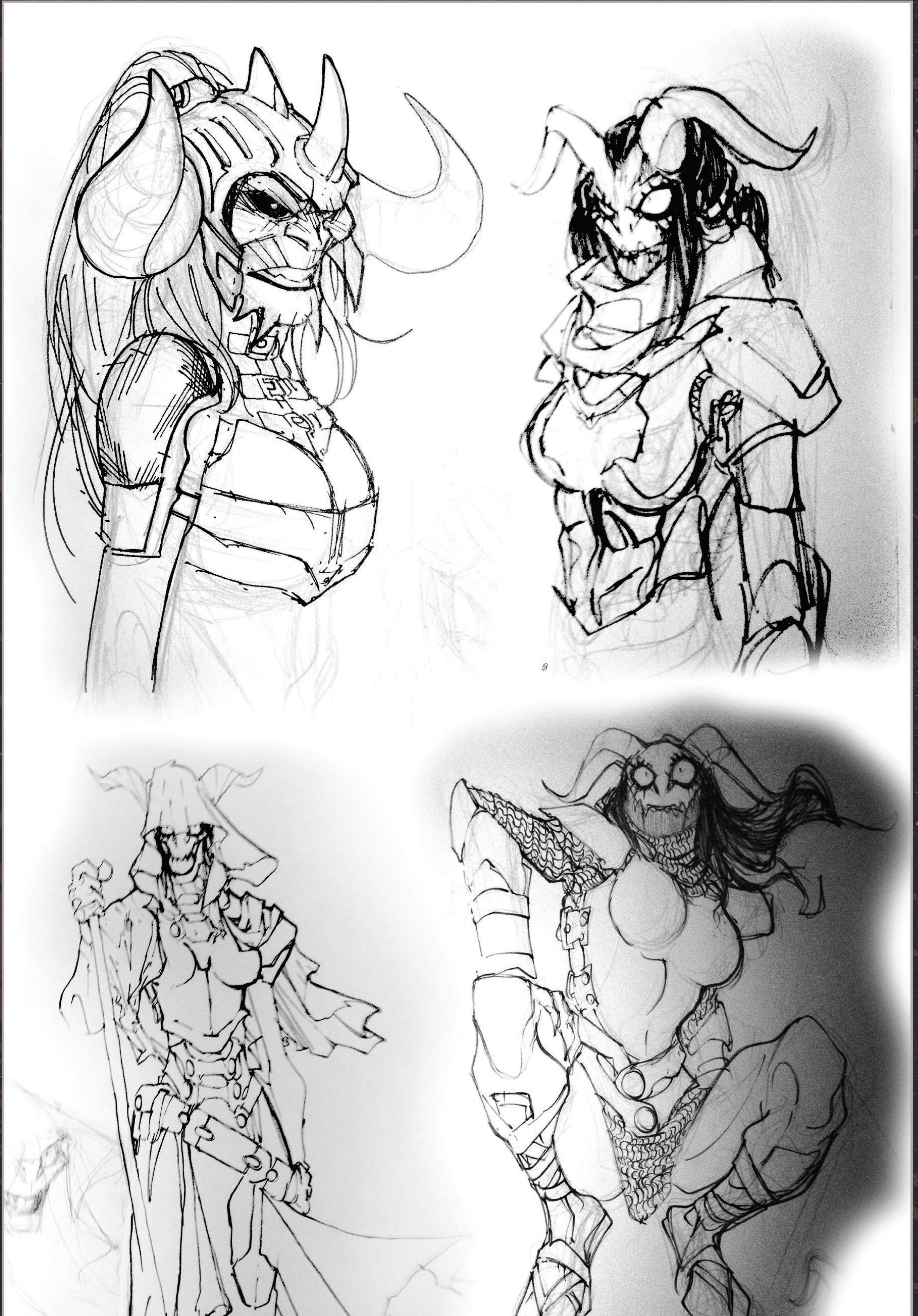
CARDIAC SKETCH BY **HUMBERTO RAMOS**


"BEATLE" LOOK
(I'M SURE EDGAR WILL LOVE THIS..)
DR. LAZAME 2ND DRAFT
DR LAZAME
DIC 2012
DIC 2012

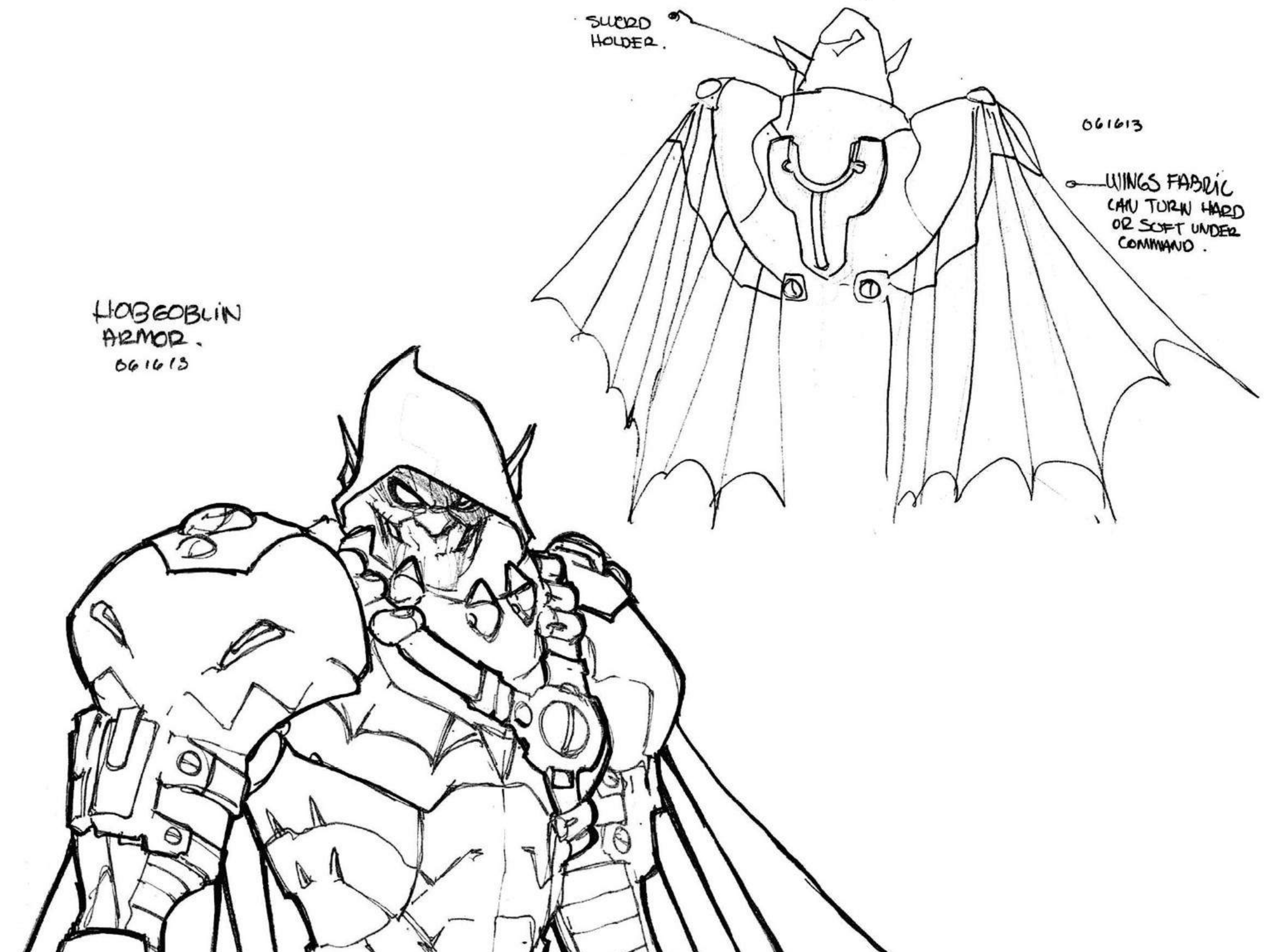
DR. LAMAZE SKETCHES BY **HUMBERTO RAMOS**



JESTER SKETCHES BY **HUMBERTO RAMOS**



MENACE SKETCHES BY **HUMBERTO RAMOS**



HOBGOBLIN ARMOR. 061613

SWORD HOLDER.

061613

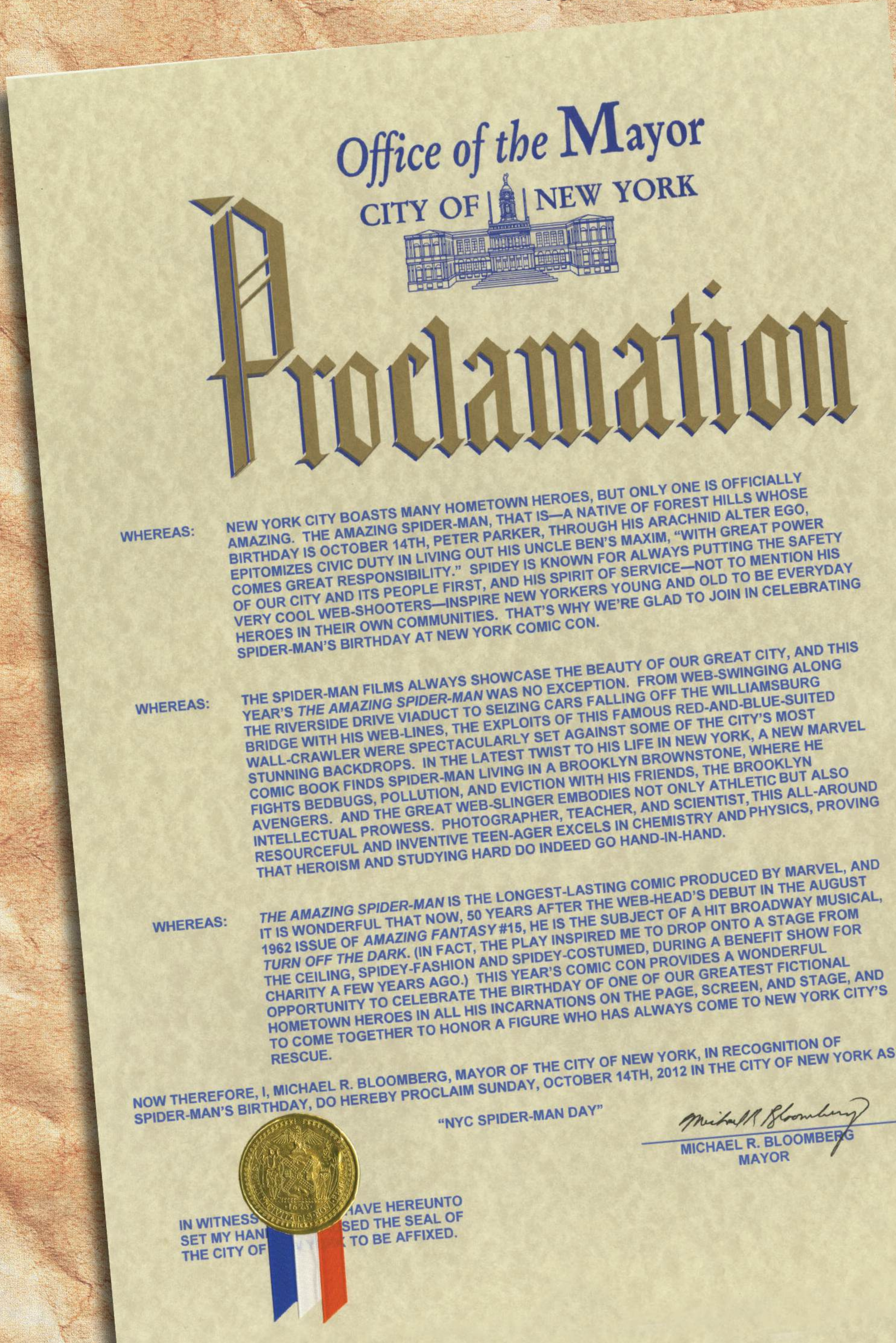
WINGS FABRIC CAN TURN HARD OR SOFT UNDER COMMAND.

HOBGOBLIN ARMOR DESIGNS BY **HUMBERTO RAMOS**

BONUS FEATURE FROM ***AMAZING SPIDER-MAN #700***

Hey, I'm Proclamatin' Here!

Back in October during the massive New York Comic Convention, NYC Mayor Michael Bloomberg proclaimed Sunday was officially "Spider-Man Day" complete with official ceremony! Presented here for the first time is that official proclamation for all Spidey fans to behold! Be proud, Spidey fans! YOU made this happen (well, along with Marvel Marketing guru Arune Singh!)!



Office of the Mayor

CITY OF NEW YORK

Proclamation

WHEREAS: NEW YORK CITY BOASTS MANY HOMETOWN HEROES, BUT ONLY ONE IS OFFICIALLY AMAZING. THE AMAZING SPIDER-MAN, THAT IS—A NATIVE OF FOREST HILLS WHOSE BIRTHDAY IS OCTOBER 14TH, PETER PARKER, THROUGH HIS ARACHNID ALTER EGO, EPITOMIZES CIVIC DUTY IN LIVING OUT HIS UNCLE BEN'S MAXIM, "WITH GREAT POWER COMES GREAT RESPONSIBILITY." SPIDEY IS KNOWN FOR ALWAYS PUTTING THE SAFETY OF OUR CITY AND ITS PEOPLE FIRST, AND HIS SPIRIT OF SERVICE—NOT TO MENTION HIS VERY COOL WEB-SHOOTERS—INSPIRE NEW YORKERS YOUNG AND OLD TO BE EVERYDAY HEROES IN THEIR OWN COMMUNITIES. THAT'S WHY WE'RE GLAD TO JOIN IN CELEBRATING SPIDER-MAN'S BIRTHDAY AT NEW YORK COMIC CON.

WHEREAS: THE SPIDER-MAN FILMS ALWAYS SHOWCASE THE BEAUTY OF OUR GREAT CITY, AND THIS YEAR'S *THE AMAZING SPIDER-MAN* WAS NO EXCEPTION. FROM WEB-SWINGING ALONG THE RIVERSIDE DRIVE VIADUCT TO SEIZING CARS FALLING OFF THE WILLIAMSBURG BRIDGE WITH HIS WEB-LINES, THE EXPLOITS OF THIS FAMOUS RED-AND-BLUE-SUITED WALL-CRAWLER WERE SPECTACULARLY SET AGAINST SOME OF THE CITY'S MOST STUNNING BACKDROPS. IN THE LATEST TWIST TO HIS LIFE IN NEW YORK, A NEW MARVEL COMIC BOOK FINDS SPIDER-MAN LIVING IN A BROOKLYN BROWNSTONE, WHERE HE FIGHTS BEDBUGS, POLLUTION, AND EVICTION WITH HIS FRIENDS, THE BROOKLYN AVENGERS. AND THE GREAT WEB-SLINGER EMBODIES NOT ONLY ATHLETIC BUT ALSO INTELLECTUAL PROWESS. PHOTOGRAPHER, TEACHER, AND SCIENTIST, THIS ALL-AROUND RESOURCEFUL AND INVENTIVE TEEN-AGER EXCELS IN CHEMISTRY AND PHYSICS, PROVING THAT HEROISM AND STUDYING HARD DO INDEED GO HAND-IN-HAND.

WHEREAS: *THE AMAZING SPIDER-MAN* IS THE LONGEST-LASTING COMIC PRODUCED BY MARVEL, AND IT IS WONDERFUL THAT NOW, 50 YEARS AFTER THE WEB-HEAD'S DEBUT IN THE AUGUST 1962 ISSUE OF *AMAZING FANTASY* #15, HE IS THE SUBJECT OF A HIT BROADWAY MUSICAL, *TURN OFF THE DARK*. (IN FACT, THE PLAY INSPIRED ME TO DROP ONTO A STAGE FROM THE CEILING, SPIDEY-FASHION AND SPIDEY-COSTUMED, DURING A BENEFIT SHOW FOR CHARITY A FEW YEARS AGO.) THIS YEAR'S COMIC CON PROVIDES A WONDERFUL OPPORTUNITY TO CELEBRATE THE BIRTHDAY OF ONE OF OUR GREATEST FICTIONAL HOMETOWN HEROES IN ALL HIS INCARNATIONS ON THE PAGE, SCREEN, AND STAGE, AND TO COME TOGETHER TO HONOR A FIGURE WHO HAS ALWAYS COME TO NEW YORK CITY'S RESCUE.

NOW THEREFORE, I, MICHAEL R. BLOOMBERG, MAYOR OF THE CITY OF NEW YORK, IN RECOGNITION OF SPIDER-MAN'S BIRTHDAY, DO HEREBY PROCLAIM SUNDAY, OCTOBER 14TH, 2012 IN THE CITY OF NEW YORK AS:

"NYC SPIDER-MAN DAY"

Michael R Bloomberg

MICHAEL R. BLOOMBERG
MAYOR

IN WITNESS [illegible] HAVE HEREUNTO
SET MY HAN[illegible]SED THE SEAL OF
THE CITY OF [illegible]K TO BE AFFIXED.

the AMAZING SPIDER-MAIL

Send e-mail to
SPIDEYOFFICE@MARVEL.COM
(please mark as OKAY TO PRINT)

ELLIE PYLE
ASSISTANT EDITOR

STEPHEN WACKER
SENIOR EDITOR

AXEL ALONSO
EDITOR IN CHIEF

JOE QUESADA
CHIEF CREATIVE OFFICER

DAN BUCKLEY
PUBLISHER

ALAN FINE
EXEC. PRODUCER

I can't believe we're finally here, Spidey-philes!

Since taking over editorial reins with issue #546, this has been the issue I've been aiming for in my head, off in the distance like a numerical Moby Dick. 700 is a massive number (the highest issue number ever reached by a Marvel comic) and for it to hit in the last month of the 50th Anniversary year has to count as one of the greatest numerical coincidences in the history of comicdom!
(And with the way we renumber books in the 21st century, I might be the only Marvel editor ever to edit a 700th issue of a Marvel comic. I can't think of a feat less likely to impress anyone outside this chair.)

This is also, sadly, the final issue of Amazing Spider-Man. A new era unfolds in just two short weeks with the debut of a new Spidey ongoing called "Superior Spider-Man". As the years go on, it's quite possible that one day some kid out there will be typing a letter column for its 700 issue and to her or him (or "it", if my suspicions are correct and everyone on Earth but me is secretly a robot), I say only this piece of sage, informed advice:

You should start on the letter column a LOT earlier than I did. That way you won't have to be awake on an airplane at 3:30 AM the night before the massive 104-page book is due at the printer.

On second thought, don't even DO a letter column. It's not like you get paid for them! Hang out with your kids, read a book, get to know your assistant editor, lose those last 5 pounds, tickle Brevoort (I assume he's still there, no? Guy's like a fungus—minus the FUN).

In short: Do SOMETHING with your life. No one reads this stuff!

I'd also recommend getting your longtime writer, the biggest Spidey fan around, to write a few words to the readers just to save you from doing it.
Take it away, Dan Slott!

Hey, Spider-Fans!
I really wanted to thank all of you for supporting ASM's "Big Time" run—and for sticking with us two times a month. All the e-mails and Tweets, all the times you've come by to see us at signings and shows, I think you're the nicest and most generous fans in all of comicdom! So if we broke any of your hearts this issue—Shhh! Don't tell anybody. But the story's not over yet!—come back in January for SUPERIOR SPIDER-MAN #1. We've still got tricks up our sleeves. But remember this's just OUR little secret, okay?

On a personal note, I want to thank the hardest working team in comics! You guys have NO idea the crazy miracles Steve Wacker and his assistant, Ellie Pyle, have pulled off to get all 53 issues of Big Time into your hands. And lots of love to our up-all-night letterers Chris Eliopoulos and Joe Caramagna; Frequent co-writers Chris Gage, Chris Yost, and Fred Van Lente. And the best regular art team on the stands: Giuseppe Camuncoli, Klaus Janson, Dan Green, Stefano Caselli, Frank Martin, Victor Olazaba, Carlos Cuevas, Edgar Delgado, Marcos Martin, Muntsa Vicente…and Humberto Ramos!

From the start of "Big Time", through "Spider-Island," all the way to "Dying Wish, " I've said—time and again—Humberto Ramos has been the engine that drives this book. None of this would've been possible without Humberto's talent, professionalism, and passion. I am the world's biggest Spider-Man fan, and working on this book has been a dream-come-true. But, more importantly, working WITH Humberto Ramos has been an honor. Thank you, sir.

And finally… Thank you, Stan! Thank you, Steve! And thank you, John! For giving us all the world's greatest super hero EVER!

Dan Slott

DID SOMEONE SAY MY NAME?!?!

Hey, Spidey fans! Smilin' Stan Lee here at the HQ of POW! Entertainment in Los Angeles.

When I ran in to Simperin' Steve Wacker at the New York Comic Convention, he told me all about Spidey's 700th issue and the Web-Head's 50th Anniversary and I politely asked …NAY, DEMANDED!...that he allow the ol' Generalissimo to steal some precious column inches away from his neverending bad jokes and smart-aleck answers to well-meaning fans and let me talk to the adoring public.

So that's why I'm back in the ages of Spidey for a feature we just HAD to call:

STAN-SWERS

Spidey readers are always some of the smartest fans around, let's see what's on your mind!

Hey Stan "The Man" Lee,
I think it's awesome that they have you answering letters for the ASM #700 issue. I just wanted to ask, how often do you read the new Spider-Man comic books? Are you happy with Dan Slott's work? I personally think Dan and the Spidey team are doing a great job with Spider-Man.

Lyle 'Ace' Ashun
London

P.S: I would love to one day see a POW/Marvel crossover comic.

Great hearing from you, Lyle. It's a real kick to be back on a Marvel letters page after all this time. I agree. Dan Slott and Spidey go together like ham 'n eggs!
As for a POW!-Marvel team up, who knows? Stranger things have happened!

Excelsior!
Stan

* * *

Dear Stan,
I can't thank you enough, sir. I'm sure you've heard this a million times, but the characters you have created, especially Spider-Man, have helped to make my life better. I can't even remember when I became a fan; he's somehow always been there in my life. If it wasn't for him, I don't know where or what kind of person I'd be. Peter Parker has always been my hero. He's a fictional character that I've always looked up to: selfless and brave but a loser in many ways. I wouldn't be best buddies with my friend Max if we didn't have Spidey to love. Peter Parker is my favorite character of all time, and I'm just really grateful to you for that. I sure hope I get to meet you someday.
Do you ever read Spidey or other comics anymore? Dan Slott is a pretty nifty writer, and I couldn't be happier with where Spidey is at right now.

Juan Sam

Wow, it sure is great to hear that Spidey had such a terrific effect on your life, Juan.
Now, most writers live pretty isolated lives. We spend most of our time behind a computer and, in my case years ago, behind a typewriter. When we hear from an enthusiastic fan like you telling us that the words we wrote and the stories we told really made a difference in your life, well, it's just about the best thing we could ever hope for.
So many thanks for the kind words, m'friend. They meant a lot to me.

Excelsior!
Stan

* * *

Dear Stan,

Wow, I can't believe I'm writing a letter to Stan "The Man" Lee. I was wondering, as we come upon this momentous event, issue #700 of Amazing Spider-Man and the dawn of a new era with Superior Spider-Man #1, that looking back, what would you say were your defining moments on your run of ASM?
And, how do you feel about this new direction for Peter and Spider-Man?

May your Excelsior-ious legacy live on forever!

A loyal foot soldier to your Generalissimo,
Seth Kane

Y'know somethin', Seth, it's kinda hard for me to believe that people still wanna write letters to me after all this time. Can't tell you how great that makes me feel. So you and I are even on that score.

As far as Spidey's new direction, I'm all for it. The gang at Marvel is lucky because all of their editors, artists and writers are fans themselves, just like you. So whatever they do, it's just as if you yourself are doing it because you all share the same love of fantasy, heroes, surprises and drama. How can you beat a combo like that?

Excelsior!
Stan

* * *

Stan "The Man,"

I just wanted to write in (for the first time ever) as ASM #700 slowly dawns over the Spidey horizon (no pun intended), and the current age of Spider-supremacy comes to an end. The current run of Amazing Spider-Man has been truly that: amazing.

Even across the pond here in jolly old England, I've snapped up every issue since the big shake up of Brand New Day, and while that transition was a little rough, I can honestly say it led to some of the greatest comics I've ever read. I can only hope the switch to Superior Spider-Man can do the same. I must admit, I have my doubts, especially when it comes to "killing off" a title like Amazing; however, I have no doubts that everyone at Spidey Central can pull Superior out of the bag. It's just that the thought of ending such a flagship title with the longevity of Amazing feels a bit... off, you know? The 700 issue legacy that Stan and Steve set rolling, coming to an end? Surely not! Does this mean we won't get issue 1000?

So, I thought that while I have the chance, and that I may never get a letter printed in "Amazing Spider-Man" past this point, I should say it's been one hell of a ride. Hands down, ASM has always been my favorite book (#42 from 2002 was my first US import comic). Spidey will always be my number 1 Marvel megastar, and that's all thanks to the folks up there in The House of Ideas.

As I hear Stan himself could be reading this, I'd better take the chance to say that he has to be the greatest storyteller of our age and the only celebrity I'd ever want to meet. All the tales from that original run with him at the helm just can't be beat (OK, some recent ones got really close), and I want to say thank you. Thank you for the most inspiring character to enter my life, Peter Parker. The Spectacular Spider-Man has acted as a sort of role model to me over the years (that might not be the healthiest thing to say) as he's a perfect example of a good person. Everyone has their flaws, but you can never let anything get the best of you, even if you don't have the proportionate strength of a spider! Spidey is my hero, 'nuff said.

A big thank you to everyone who has made these 700 Amazing issues.

Make Mine Marvel! (I've always wanted to say that).

Ben Watson, aged 19

P.S: How is it that it took all this time for Spidey to make an alarm that tells him his web shooters are running low? He's a clever guy.

Gosh, Ben, if you don't have anything to say why bother writing?!!

Hey, seriously, I really dug your letter—especially coming from a Brit. Y'know, my wife is English, too, so I'm kinda prejudiced in favor of that great little isle.

And, as far as the end of "Amazing," don't take it too hard. Remember, in comic book-land nothing has to stay dead forever (except for Wacker's jokes)!

Anyway, even though Steve Ditko is a continent away from me, since he lives in New York, I hope that he'll read your letter in this great landmark issue and that he'll get as much of a kick out of it as I did.

So, on behalf of the great Ditko and myself, I hope you'll stay with us because—as I've always said—the best is yet to come.

Excelsior!
Stan

* * *

Dear Mister Lee,

I must start off with a huge, but true cliché: I am one of the biggest Marvel fans out there, and would sincerely like to thank you for creating some of my favorite characters across all mediums, most of all Spider-Man. I've always wanted to have some sort of interaction with you, but since I am from Belgium, the opportunity to have a quick chat with you at one of the many conventions you have frequented throughout the years has never naturally arisen. In the high likelihood that my question does not get picked, I still hope you somehow get to read this message.

Now to cut to the chase and actually pose my question: What do you think of the notion of comic book characters being the modern day equivalent of mythology? This is a serious question, but at the same time I think it would be hilarious if a future society thought we one day literally worshiped Spider-Man. However, much like modern mythology still shares moral wisdoms, I sincerely believe you have created a timeless character who hopefully will continue to inspire people all over the world and someday maybe even beyond, for a long time to come. All hail, Spider-Man, God of Underdogs!

Excelsior!
Nils De Jonghe

I sure wish this was years ago, Nils, when I used to travel often to Europe. I'd have tried to hit Belgium so I could meet you. But at least we can get together briefly on a good ol' letters page.

As far as comic book characters being tomorrow's mythology—why not? If they remain as popular in years to come as they are today, even if future men don't think of them as Gods they'll be sure to think of them as legends—like Robin Hood.

After all, every age has its myths and legends. So who knows?—Some day Spidey may be as long-lived as Jack the Giant Killer!

Excelsior!
Stan

Dear Stan!

Before I start off this letter, I would just like to apologize for my "hate" letter back in issue #668. After I read a few more issues, I was right back on the Spidey train! Once I heard about who'd be returning for the letters in #700, I had to write in for the second time.

Thank you, Mr. Lee, for creating Spider-Man. Spider-Man is my favorite comic book character, and I would go insane if he was never created. I've never been able to go to any of the comic-cons that you've attended, so writing this letter means a lot.

I'm 13 now, and I wrote in when I was 12. At that time, I had questions for the current writers. This time I just have some questions just for you, Mr. Lee:

1. Way back in issues 'Amazing' 96-98, did you ever feel nervous about publishing them, knowing that drugs were a controversial topic back then, and did you ever think about the fallout of that issue, not in the comic world, but in the real world?

2. Did you expect the Comics Code Authority to react that way?

3. Do you have any other Comic book ideas in your head?

Thanks again for all the work you've done on Spidey AND the Marvel movies. I remember saying, "That's the creator of Spider-Man" to my dad when we saw "Spider-Man 3". You and everyone who have worked on Spider-Man should ALL get special thanks for keeping him around 50 years. WOW!

Thank you for your time,

Jared Closterman,
Seminole, FL

* * *

I appreciate the kind words, Jared.

As for your questions, I really wasn't nervous about publishing that anti-drug story. I knew it was the right thing to do and my publisher and the whole staff agreed with me. No, I didn't expect the Comics Code Authority to react the way they did, but I just felt they were misinformed and I let it go at that.

As for my having any other comic book heroes in my head—I've got tons of them! In fact, at my new company, POW! Entertainment, we're doing new comic books and also new movies and TV shows. You'll be seeing them before long, but I really just wanna talk about good ol' Marvel and Spidey now.

And I also wanna thank you for writing your letter which gives me a chance to reply and makes me feel as though I'm still with the greatest bullpen of all—the Marvel Bullpen!

* * *

Dear Smilin' Stan Lee,

Well done, sir! I would like to congratulate and thank you (and Mr. Ditko) for creating the hands down, wall-crawlingest, web-slingingest, greatest comic book character to ever swing off the pages and into the hearts and minds of eager readers across the globe. 50 years! It's been a sensational, spectacular and amazing journey. You should be very proud of the fine works you've created and of the work by those who have followed in your Giant-Man-sized footsteps. I have but one question for you. How do you feel?

As always, make mine Marvel!
Excelsior!

"Grateful" Gregory Webster
Prince Edward Island, Canada

Your question is an easy one to answer, Greg. After reading a letter like yours I feel great!

It's so indescribably thrilling to realize that so many people really care about a character I dreamed up and wrote so many years ago. Although it's probably lucky I didn't know how big Spidey would become in later years—because, if I suspected that, I'd have been too nervous to write the stories, worrying if they're good enough for posterity to judge!

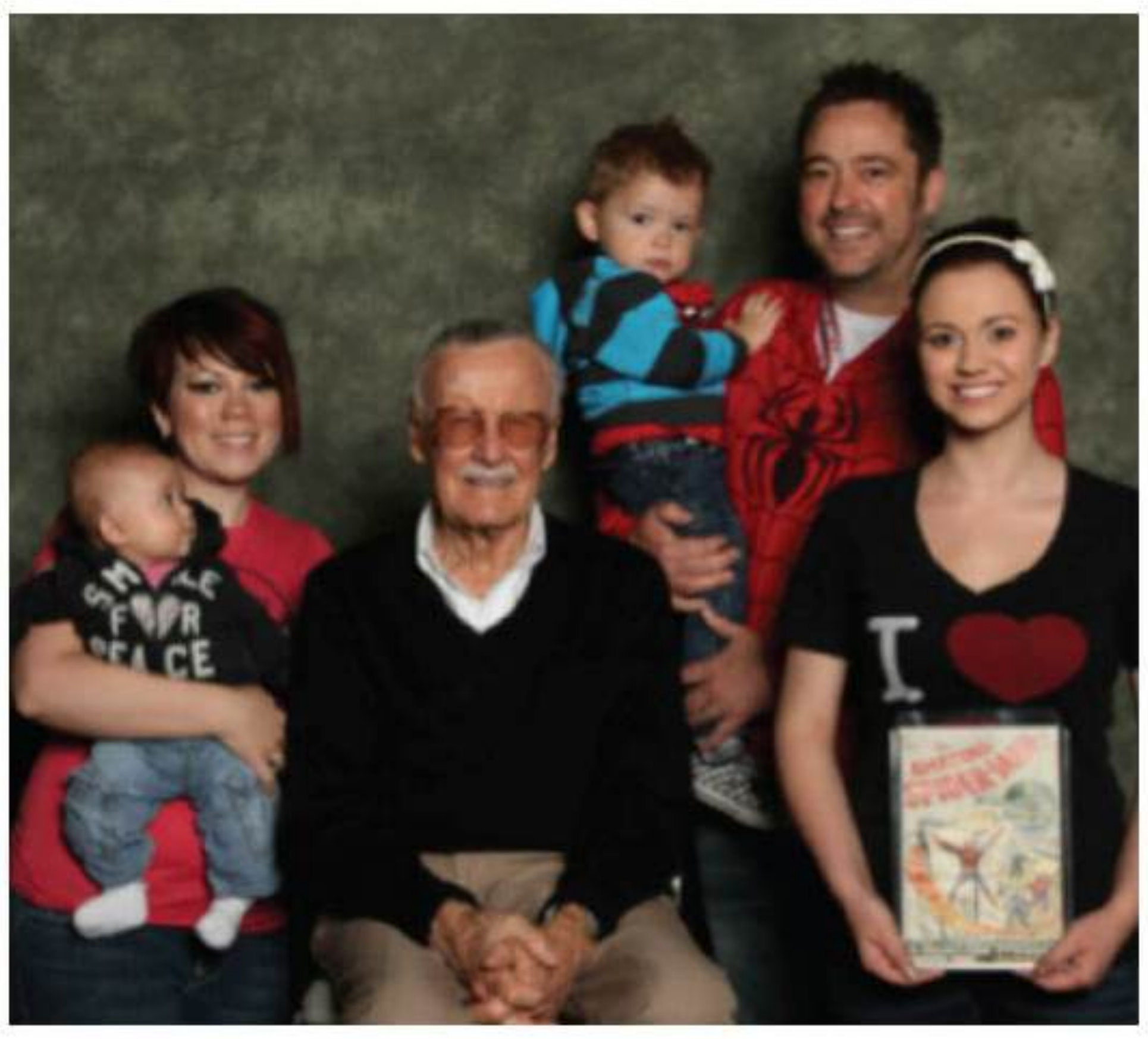
But, since I thought I was just writing a fun comic book, I simply did it without any strain.

* * *

Dear Marvel,

Way back in issue #613 of ASM, you guys published a letter that I wrote about my wife and her tolerance of my obsession with collecting Spider-Man comics. It also contained a picture of our wedding cake. The topper was custom made in the likeness of my wife and me mimicking the cover of ASM Annual #21. When I opened that issue and saw my name printed inside an Amazing Spider-Man comic, I felt immortal. What an honor to be a part of something so...so... well, so AMAZING!

Now I'm not trying to photo bomb, but that letter was about the most amazing woman in my life, my wife. That wedding cake was a surprise and an absolute delight. Well, on September 26th, I turned 40, and she did it again!! She put together a "superhero" surprise birthday party for me. She and a friend made me a cake that is beyond words. For your viewing pleasure I have attached a pic of that cake and my awesome family; my wife Jessica, daughters Lyrica (big) & Willow (small), and my son Riven. Missing is my oldest son, Malachi, but he was with me in spirit.



Marvel has been a part of my life since I was 12. I wouldn't be the man I am today without the friends that I have made within the pages of your books.

This year I scratched off 2 things on my bucket list:

1) I completed my run of Amazing Spider-Man, and…

2) I had the honor of meeting Stan Lee. It was a defining moment of my life. In some odd way, I feel like we share a kinship, and I am proud that you have been in my life this many years.

Thanks to my awesome wife Jessica, everyone at Marvel, and most importantly Stan "The Man" Lee. I hope that I can send you a birthday cake picture in another 40 years...when Spidey turns 90!

Sincerely,

Michael J. Waskalik

Wow, Mike, what a great looking family, except for that old geezer in the center. How did he sneak in?

It's funny, you seem to feel about your wife the way I feel about mine., although we've only been married 63 years, so I still don't feel I know everything about her.

But it's really so indescribably gratifying to read letters like yours, from people for whom Spider-Man seems to have mattered so much over the years. I sometimes wish I could get all the Spidey fans together in one huge stadium and have the greatest party of all time. Of course, if I charged each fan a dollar to get in, I'd never have to write another script, but hey, that's another story!

So hang in there, Mike. And give my best to your terrific family—and thank them for letting me spoil what would have been a sensational photo!

* * *

Okay, Steve, you can have your letter column back. Now that you've seen how it's done, I hope you can give your answers a little more panache, or some zing, or even some pizzazz! You keep working hard at it and maybe some future editor will allow YOU to drop by and do all the hard work in a letter column!

Excel—aw, you know the rest!

Stan

PS: Steve, Here's that picture of me and your son Zack! Tell him his buddy Stan says "hello" and that I said he could stay up late this weekend!

Thanks, Stan! You're welcome back anytime. Only problem with you visiting is me wondering how in the heck I'm supposed to follow YOU…the guy who invented my job!

It's always a treat to have Stan stop by. By our count at Spidey Sentral this is the FIFTH Spidey centennial issue he's been involved with and I'm sure it won't be the last.

* * *

Now that Amazing is ending and Peter Parker's story is done, I thought it would be kinda interesting to invite people from around comics and culture—especially people who have worked on the character in the past—to say few words about our beloved Web-Head: share stories of first encounters with Spidey, best memories, etc. Basically a good ol' Irish wake four our favorite fictional character.

So the word went out from my crumb-filled key board. Take a look at the star-studded responses.

As a toddler, I'd endure 27 grueling minutes of 'The Electric Company' on the gamble that the silent dude in red-and-blue tights would appear for a 3-4 minute sketch. It was either total joy if he showed up or complete devastation if he didn't — there was no middle ground. My poor mom.

-Axel Alonso
Marvel Editor-In-Chief

The first time I saw a Spider-Man comic book I was probably about 7-8 years old. My brother told me to stay out of his room and of course I didn't listen. I went in to explore and found a stack of comic books. On top was the 30th anniversary issue with the hologram cover. I thought it was so cool. Ever since I've been hooked on comics and I have Spider-Man to thank for that!

-Drake Bell
Voice of Spidey on the "Ultimate Spider-Man" animated series

I first saw Spider-Man on the 1967 cartoon series in reruns when I was maybe 3 or 4 years old. And I didn't understand the web-shooters—so I thought that Spider-Man had gone around the city stringing up all of these ropes everywhere for him to swing on, like Tarzan. Also, y'know, he would swing for like 20 minutes of a 30 minute cartoon…

-Tom Brevoort,
Marvel Executive Editor

I literally do not remember a time in my life where Spider-Man wasn't there. He was a formative part of me learning how to read, he was all I drew as a child, he was the first toys that I owned, and many birthdays, into my 30s, were Spider-Man themed. Only my mother truly appreciates what a miracle it is that I have somehow found myself to be one of the actual writers in charge of Spider-Man.

I have a very distinct memory, around age 5, at showing my mother and father a drawing I had done of Spider-Man. Being very young it was a very bad drawing with one arm much larger than the other. My father asked: " Why is one arm so much bigger than the other?" I looked at the drawing and just then realized that I had screwed it up. I turned to my father and said: "That's where he keeps his webs, DUH!" And to this day that is pretty much how I respond to criticism. Thank you Spider-man. But my fondest memory is when the editor of Spider-Man waited till the last minute to ask me and others to write these up :-)

-Brian Michael Bendis
Writer
(…or should I say FORMER writer after that last crack!-SW)

In 1976 I was privileged to be asked to start the second Spider-Man title, "Peter Parker The Spectacular Spider-Man." Eventually the title was shortened to "Spectacular Spider-Man," and it was a run of about twelve years for me.

In addition, there was my inking assignment on "Spider-Girl" where I had the pleasure of working with two consummate professionals, Tom DeFalco and Ron Frenz. So it's obvious that the "Spider-Family" was very important in my career!

-Sal Buscema
Artist on Spidey, Punisher Spider-Girl and thousands of other Marvel classics

When I first started reading Spider-Man comics, he was built like a wide receiver, he was jetting off to Paris for a friend's wedding, he had a gorgeous girlfriend and another sexy girl following him around. He had super-powers, a cool job, and yet he was complaining about what a miserable life he had. My reaction, as a nerdy 14-year-old, was, "Dude, Parker, I could fix your life in ten minutes!" I didn't get it.

A while later, I encountered reprints of the Stan Lee/Steve Ditko Spider-Man, and it was a revelation. "Oh, THIS is what Spider-Man's all about! I get it now!" Harried, nerdy, unpopular, always in over his head but trying to figure out how to do the right thing -- this was a hero I could relate to. He's been one of my favorite characters ever since.

-Kurt Busiek
Writer

When I was a kid, I stumbled upon a copy of Amazing Spider-Man #278 (my first super hero comic book), and after reading it many times over, I knew what I wanted to do when I grew up. To this day, after having the privilege of seeing my name in the credits of over 100 Spider-Man books, I still take that issue out once in a while and think about how it changed my life. Thank you, Spider-Man!

-Joe Caramagna
Former Spidey Letterer (and current Letterer of almost every other book!)

I always considered Spider-Man the white, male super-powered version of me. As a kid he was my favorite super hero because he was everything I wanted a super hero to be. It can never be overstated how much teens could relate to Peter Parker. His adolescent problems were problems we all went through, except on top of acne he also had super villains to battle.

-Akela Cooper
Writer, Grimm

I'd never read a Spidey story—Marvel, at the time, seemed far too strange and disturbing for my twelve year old sensibilities—but when I saw the cover of Amazing Spider-Man #39 on the rack at my local candy store, I was mesmerized. The image of the Green Goblin gliding through the sky, with a bound and defeated Peter Parker—his Spidey costume visible beneath his street clothes—in tow, fired my imagination. It was raw, emotional, intriguing—and unlike anything I'd ever seen in the neat and tidy DC comics of the day.

Oddly, I didn't buy Amazing #39—maybe that cover was too raw, too emotional—but, by the next month, I couldn't resist. Amazing #40 was my entry into the Spidey-verse and I've been living there, both as a fan and professional, ever since.

J.M. DeMatteis
Spidey Writer

From an early age, I loved the duality of how doom-and-gloom the character was as Peter Parker and how happy-go-lucky he sounded when he was Spider-Man. Then it all came crashing down with two deaths I remember well: The death of Captain Stacy in Amazing Spider-Man #90 and the murder of Gwen Stacy herself in Amazing Spider-Man #121-122.

They were dead (really dead, not "comic-book dead") and such, a sharp, realistic horror cut a swath across that duality of character to affect everyone who knew Peter -- and everyone Peter knew. The series was never the same, and neither were its readers. We had to grow up.

-Mike Deodato
Artist

I didn't read comics much as a kid. I saw Spidey on the Electric Company, met him at the local pharmacy during a promotion and later began working for Marvel. I was lucky enough to work with Stan Lee and John Romita on a story for Spidey's 30th anniversary, then Spidey's 50th and now the 700th issue.

This comic's greatest lesson tells me that with great power there must also come great responsibily. Working on Spider-Man is a great responsibility.

-Chris Eliopoulos
Letterer

As a kid, I liked Spider-Man well enough, but it wasn't until I became editor of the Spider-Man line that I came to really appreciate the character and found a new admiration for the original Lee-Ditko-Romita issues. A lot of what those comics were about was life in the workplace--what people have to do to make a living and survive--which a kid wouldn't get, beyond a superficial level. Reading those stories as an adult is a revelation, such as the Peter-Jonah exchange on page 18 of ASM #33.

-Danny Fingeroth,
Former Spider-Man Group Editor and writer of "The Deadly Foes of Spider-Man" and "Darkhawk".
Co-editor (with Roy Thomas) of The Stan Lee Universe, published by TwoMorrows, featuring rarities from Stan's personal archives.

I used to date Aunt May and once after dinner at her place she confided in me that she had suspicions that Peter was Spider-Man. I told her that she was crazy.

-Jeff Garlin
Star of this editor's favorite show: HBO's "Curb Your Enthusiasm"

Like many Brits, I spent my time peering at '80s newsstand reprints of Spidey wondering how on Earth web-swinging worked. And, like many Brits, when I finally made it to New York, I looked up and went "Oh - now I get it." But Spidey always worked. Spidey, for me, was Marvel Comics. He still is.

-Kieron Gillen
Iron Man and Young Avengers writer

I remember the first Amazing Spider-Man I bought on my own, how much of my allowance it cost, and how the final frames of Tom DeFalco's story hooked me on the comic from then on.

Here was Spider-Man, clad in black, battling Firelord, a character way above his weight class, and yet Spidey was winning through ingenuity, strength, and unrelenting willpower. "You may be bigger, and far more powerful, but that's not good enough," he yells. "I won't give up."

Those final pages resonated with the geeky 10-year-old I was and still do years later. Spider-Man obviously has powers we'll never have, but he has traits we all could have. He wants to do good, real virtuous good, and no matter the odds or obstacles he won't quit. As an adult I realize the character means so much to me because Peter Parker is every bit the hero that Spider-Man is.

-Derrick Goold
Baseball writer, St. Louis Post-Dispatch

As a kid, I loved reading Spider-Man stories written by Stan Lee, Roger Stern, Tom DeFalco, and J.M. DeMatteis. Back then, I never would have dreamed that just a decade or so later, I'd be working with each of these wonderful guys on Spider-Man, either as their editor or as a fellow writer.

The memory that probably stands out the most is cowriting "Goblins at the Gate" with Roger for THE SPECTACULAR SPIDER-MAN #'259-261 (reprinted in the SPIDER-MAN: HOBGOBLIN LIVES trade paperback).

That was a privilege, an honor, and a pleasure—probably the best work I did on Spider-Man, and certainly the most fun I had with the character.

-Glenn Greenberg
Former Marvel Editor

In 1962, Stan Lee and Steve Ditko gave us a hero unlike any we had ever seen before, rewriting the rules for heroes and alter egos. Their success did not go unnoticed and when the White House asked for help, Spider-Man was there. It meant Stan could change the status quo (again) and in 1971 defied the Comics Code when the anti-drug message was deemed vitally important. I applauded that move in a letter that appeared later that year in ASM #100. It's hard to believe 600 issues have passed since then. But, one thing hasn't changed and that is the sheer delight in seeing Peter Parker persevere, never giving up, and inspiring generations of underdogs. Thanks for being today's standard-bearer and keeping us True Believers!

-Bob Greenberger
Writer, Editor

I was first introduced to Spider-Man through a public broadcasting educational show called The Electric Company. The Spidey the show featured was live action and didn't talk -- at least not in my memory -- and I was absolutely terrified of him. I don't remember when I got over my fear, but I'm certainly glad I did.

-Marc Guggenheim
Writer on CW's "Arrow" (and Former ASM Web-Head!)

Even though I read comics through the 80's/90's, Ultimate Spider-Man #13 was the first time I truly connected with Peter Parker. It was such a simple, emotional hook: a kid who wants to tell his girlfriend that he's Spider-Man. Who can't identify with that?

-Joe Henderson
Writer/Producer "White Collar"

The first Marvel comic I read as a kid was Spider-Man #6, the first appearance of the Lizard. I was so impressed by the story and art that I sent a letter to Marvel and got a postcard back that was signed by Stan Lee. That was my introduction to Spider-Man, Marvel and the beginning of my career. Blame it on Spidey.

-Klaus Janson
Artist, Daredevil: End of Days

I don't recall when I first saw Spider-Man. Spider-Man was introduced before I was born in Amazing Fantasy #15 and The Amazing Spider-Man #1 came out the same month that I was born. So as far as I was concerned Spider-Man has always been there. My dad tells me that a friend of his had given me a life-sized Spider-Man poster that Steve Ditko had drawn and it was hanging on the back of my bedroom door. He's often wondered aloud if that had anything to do with me landing the assignment--but I have no recollection of that. I grew up with Ross Andru on the book. I never read a new story with Gwen Stacy in it. She had always been dead--like Peter's Uncle Ben or Bucky Barnes.

If you're ever looking for a series low point--may I nominate my first issue, Amazing Spider-Man #287? One sentence sums it up: Daredevil in a fat suit. DD dresses up as the Kingpin in order to fool Spider-Man. It wasn't pretty.

I never thought of myself as an ideal candidate to draw Spider-Man. I was always more Kirby than Ditko but I recognized that it was a plum assignment and I grabbed it when it was offered to me. I'd like to thank my pal Todd McFarlane for recommending me for the gig. Those kinds of friends you hang on to.

I had a great run on the book. I got to draw almost every one of Spider-Man's greatest foes (except the elusive Green Goblin, dang it) and it was a better fit for me than I imagined. My hat's off to Stan Lee and Steve Ditko for having created one of the most enduring characters in comics.

-Erik Larsen
Savage Dragon perpetrator

I was a DC kid growing up, so when I heard about Superman meeting Spider-Man, I was looking forward to Superman cleaning Spidey's clock. Between the great story and the stunning Ross Andru art, even a DC kid had to admit--Spider-Man as a character more than held his own against the world's greatest super hero.

-Jonathan Larsen
Exec Producer of MSNBC's "Up w/ Chris Hayes"

I first saw Spider-Man at "Spider-Man: Turn off the Dark". I still don't know what the big deal is.

Why didn't he just let that guy steal Flash's car? Didn't they have insurance? Then Uncle Ben would be alive.

Also, Arachne is a much more interesting character. We should have comic books about her.

-Jeph Loeb
Head of Marvel Television and official Marvel "TheeAtur" Critic

Some time in 1967, I discovered Spider-Man at a friend's house. Not a good friend, but they should be for the influence that this visit had on me. Sitting on a table was AMAZING SPIDER-MAN #33. I opened it up, read it, and ... was hooked. My God! What a story that Lee and Ditko did. When Spidey throws that big machine off of his back. WOW! That's it. That's all I need to say. Spidey rules!

-Tom Lyle
Spidey artist and professor at the Savannah College of Art and Design

One memory I had from my time as Spidey editor was being amazed at how serendipitous it was that we concluded the Clone Saga with Peter Parker Spider-Man issue #75 that featured the Green Goblin in a final battle with the Spideys. It just happened to be coming out right around Halloween which played perfectly for us because of the goblin theme. We were even able to have young Normie in a Halloween costume in the first few pages being "accidentally" bumped into by the resurgent Norman Osborn. I just love it when a plan comes together that ain't a plan.

-Ralph Macchio
Writer and former Spidey editor

I think of Spider-Man as an integral part of my childhood memories as I'm sure it is for almost everyone around the globe at this point. And I'd just like to thank all the creators who've made that possible through the years, especially the ones who accompanied me as a kid. Ditko, Lee, Romita (father and son), Conway, Kane, Andru. And Nicholas Hammond.

-Marcos Martin
Artist, Amazing Spider-Man, Daredevil

At age seven I met Spidey up close at the mall and it blew my mind. So when I was directing "Spider-Man: Live" at Radio City Music Hall years later, I made it a point to go to the very last row of the balcony each night and find a seven year old I could give front row tickets to.

What goes around webs around.

-Kevin Shinick
Writer/Creator of Cartoon Network's MAD

It always seemed to me that their were two eras of super hero comics.

The first was the era before Spider-man, where no one had created a teen superhero yet that was even remotely like an actual teenager.

And then the era after Spider-man, where every writer worth their salt tried at least once to recreate that formula, and never quite managed it.

Love ya, Spidey. You don't look a day over 600.

-Gail Simone
Writer of DC's "Batgirl "

There are three people I'll always associate with Spider-Man: John Romita, Jr., Roberto Aguirre-Sacasa, and Steve Wacker.

John was probably the first person I called when I started at Marvel. I was a young assistant calling an industry icon, and I didn't know what to expect, but John was awesome — incredibly kind and welcoming — the pinnacle of professionalism. He was amazing.

A few years later, I hired Roberto Aguirre-Sacasa to write Sensational Spider-Man. Roberto went on to cowrite the Broadway musical Spider-Man: Turn Off the Dark. My wife and I sat next to him at the world premiere, and it was like the pages had come to life. It was sensational.

Lastly, I don't know if there's a person in the industry who loves Spidey more than Steve Wacker. He took over the reins of the book during a controversial period and put his heart into it. And he made it great. Steve's love for Spidey is genuine and contagious, and the fans are in great shape.

Congrats on getting to issue # 700, Friendly Neighborhood Spider-Man!

-Warren Simons
Executive Editor of Valiant Comics and former Marvel Editor

When I was fifteen, I thought I was through with comic books, but then I discovered issue #40 of THE AMAZING SPIDER-MAN, and I was hooked. I mean, Spider-Man had everything -- action, humor, angst, fun, even a little romance -- neatly wrapped up in Peter Parker's own special webbing. As Stan used to say, "This one has it all!"

Five decades later, that guy with the webs still has it all.

-Roger Stern
Spidey writer (most recently of "Peter Parker: Spider-Man" #156.1)

As soon as I found out I had won the gig producing "The Spectacular Spider-Man" animated series, I immediately rushed out to the comic books store and bought all the black-and-white Spidey Essential reprints and dived in.

It's not that I hadn't read those great Stan & Steve and Stan & John stories before - because, of course, I had—but I wanted to immerse myself in them one more time. And what a joy that was...

-Greg Weisman
Writer/Producer

I used to watch "Spider-Man and his Amazing Friends" (the one where he hung out with Iceman and Firestar) every Saturday morning which led me to begging my dad to buy me a statue that when pulled would convert my room into a super hero computer lab. I also asked a few friends if they would mind getting frozen and lit on fire.

-Skottie Young
Artist on Marvel's Oz adaptations and every third variant cover we publish

He's the best super hero because of his webs and he makes me like New York City.

-Michael
6-Year old kid next to me on this plane.

My sincere thank to everyone who participated. Spidey's been lucky to have the greatest array of talent in history adding to his myth over the past 50 years. All of us here are grateful for everyone and everything that has come before.

Uh-oh! That awkward silence can only mean ONE THING!

You know it! You love it! You're willing to get fired for it!

That's right, Earth! It's time once again for the special 700th issue edition of HIRSCAW! …or as Acronym-phobes call it:

"HEY! I'M READING SPIDEY COMICS AT WORK! ANNIVERSARY EDITION!"

This issue, we have a very special HIRSCAWite. One of the few, the proud, and

the pedantic! Jeff Christiansen is one of the invaluable Marvel Handbook writers and has helped many a writer -- and certainly this editor -- track down a piece of obscure Marvel history. Take it away, Jeff!

Dear Amazing Spider-Mail,

In 1977, my older brother gave me subscriptions to Amazing Spider-Man and the Avengers. I gradually expanded my collection to include every new Marvel comic. As my collection approached 30,000 and aided by an international panel of experts in various genres and fields, I became the head writer of the Official Handbook of the Marvel Universe. I continue to read the Spider-books with great interest. The last several years have been filled with some remarkable twists that always keep you guessing and wanting more.

While my handbook job is more of a funded hobby, my real job is as a board-certified surgeon in veterinary medicine at the Animal Emergency and Critical Care Center in Melbourne, Florida. When I get a break between fixing broken bones and taking out gigantic tumors, I like to regroup and catch my breath by reading comics. Here I am after taking some x-rays on a dog in which I'd removed an intestinal tumor.

The AMAZING SPIDER-MAN

Thanks for your time, and keep up the great work!

Jeffrey S. Christiansen, DVM
Diplomate, American College of Veterinary Surgeons
Melbourne, FL

Thanks to you and all your work, Jeff. You give fans everywhere fodder to yell at me on the street over the slightest continuity flub. Just wait till I get my hands on you!

On a separate note "Taking some x-rays on a dog in which I'd removed an intestinal tumor" sounds like a lost Springsteen lyric.

In fact… A famed, somewhat rare No-Prize to any reader who puts it to music. Send mp3s to the address elsewhere on this page! Best one wins Dan Slott!

Okay, time to get to that point we've been dreading…the last letter ever in Amazing Spider-Mail. We get HUNDREDS of letters each and every week, so it's hard to choose just one, but let's go out with a long one by a young fan with a lot to say:

Dear Spider-Mail,

I've finally worked up the guts to write a letter to the office. Usually I'd wimp out and think maybe they're not going to read this, or maybe they're going to ignore me. I've gotta say I like Spider-Man a lot. He's been a big part in my life. Since I was in pre-school, I've loved Spider-Man.

I remember trying so hard every single day to draw him, to draw this hero of a man who took responsibility. Of course, I was four and concepts of heroism and responsibility had not yet reached my infantile brain. I grew and grew. I had "Spider-Man: The Ultimate Guide" (pre-updated version). It was a nice book detailing Spidey's heroic epics. I absolutely reveled in reading it. I also had some friends who had some old Spider-Man comics. (The first appearance of the Vulture and Tinkerer).

There I was, a five year old reading and digesting all of Spidey's quips and battles. I was fascinated. It was all so vivid. Steve Ditko's art with Stan Lee's writing drew me in. I get that a major point of Spider-Man originally was to relate to angst-ridden teens, but that didn't mean that Spidey's adventures couldn't captivate my toddler mind.

I began drawing my own little Spider-Man comics. I drew as hard as my five year old self could. I drew stories on Sandman, Venom, and Carnage. My friend actually gave me 10 cents to buy my Carnage story. I drew long and hard and when the work was done and my half-thought out story was written, I stapled the papers together with the most triumphant expression.

Then I moved. I lost those friends who kept me connected to Spider-Man. And I had donated my Ultimate Guide to Goodwill. Perhaps now it has gotten another person into Spider-Man. I wouldn't know. I shall never see it again. But after the move, I lost my Spider-Man obsession. Or at least a majority of it. I even said, "This is the last Spider-Man toy I shall ever ask for." So, basically, "Spidey No More!"

I continued my boring life without that flair for comics. I was soon in 6th grade. A twelve-year old. I thought about it ("it" being my former Spider-Fan fanaticism) some more and I asked myself why did I ditch reading comics. I couldn't find a reason. And, so you see, that is EXACTLY why I'm back into Spider-Man. The absence of a reason is precisely the reason why I'm back into Spider-Man. I'll admit it was shaky at first, what with the re-launch of ASM Volume Two and "One More Day" and "Brand New Day" confusion. I took my time catching up.

And now this year, 2012, is the Web-Slinger's fiftieth anniversary. Guess how old I am now? Guess? I'm thirteen, but I'm a freshman in high school. I just barely made the cut-off date for schools. I'd like people to associate me with my grade rather than my age. But by the time you read this, I'll probably be fourteen.

(I'm writing this late at night when I should be asleep. Shhh! Don't tell anyone I'm doing this, OK, Spidey-Office?)

Anyway, wow, a thirteen (fourteen) year old still interested in comics? I asked my friends if they read comics. The answer was always "no". I began to realize that comics were a dying interest for my generation, but they weren't for me. It was a life-long hobby I could never ditch even if I had tried my hardest to do so. Boy, was my work cut out for me. I had a lot of catching up to do. From the Sandman's first appearance to the first Amazing Spider-Man Annual to Spider-Man retrieving the ISO-36 to save Aunt May. From the time Peter first met Harry in college to the death of Gwen Stacy. From the first Clone Saga to the next most controversial and convoluted one. From Kingpin's first victory over Spider-Man to the Rose's exploits. From the first Tombstone appearance in Spider-Man to the Lobo Brothers Gang War. (Thank you, Conway for writing "The Death of Gwen Stacy" along with the gang war lasting a whopping SEVENTEEN issues. Whoo-wee, boy, was that hard to keep up with.)

From Kraven's first appearance to his Last Hunt. From the Final Chapter to the re-launch. From Ezekiel and Morlun to the Other storyline. From Mary Jane's "death" to her return. And here's where it got tricky. That one thing that bothered me enough to make take another (REALLY) short hiatus on Spider-Man, "One More Day".

Oh, I got over it. I took a liking to Brand New Day. It quickly revived the spirit and flair that Spidey had not had for some time. For example, Spidey was dark and depressed before the re-launch, what with the Life-Theft, Pursuit, and Back From The Edge storylines. Around that period in comic book's, I absolutely loved the Power and Responsibility storyline. The art intrigued me. Overall, I must say I love Ditko's, Romita's (Sr. and Jr., of course), Bagley's, Buscema's, MacFarlane's, Bryne's, and Martin's art on Spidey. Wow, all these years, all these artists, huh?

Back on my previous point, I started reading Brand New Day. I enjoyed it thoroughly. Nice #600 issue (Romita, Jr., art with Slott's writing, nice touch there). And then I continued by trek through the Spider-Mythos by reading everything in the 600s. The apparent return of Black Cat and her powers. The gruesome resurrection of the (Original) Kraven.

And here's where I finally get current. I've moved again, but this time the Spider-Man comics hobby has remained a constant. I've started to read Big Time and the subsequent stories some time ago. For some reason, Peter's Horizon job just seems way too similar to his Tri-Corp (I believe?) job back during the re-numbering times. Max Modell seems like a (for lack of a better word) bigger version of Walt from Tri-Corp. I just hope the job doesn't end as horribly.

Right now, I'm all caught up and ready to go. At least in Amazing Spider-Man I'm caught up. Spectacular Spider-Man, Spider-Man Unlimited, Web of Spider-Man, Friendly Neighborhood Spider-Man, Sensational Spider-Man, and Spider-Man's Tangled Web are still out there. But, for now, I'm all set for the Danger Zone and Dying Wish story-lines.

This letter. All of this text. I just want you to know comic books aren't completely dead here with the "current" generation of thirteen and fourteen year olds. I'll never let go. Ever again. In fact, I got my dorm-mate at fencing camp, Jesse, interested in Spider-Man and now he's subscribed, too. Amazing, isn't it? What's this? Another thirteen (fourteen) year old still into comic books? Even though technically it's not "cool" or "hip" anymore? False. To me, Spidey comics and comics in general will always be cool. Always there for reading.

I'm sorry, Spidey-Office, for making you read all of this. This letter is so long and you must be stuffed with letters. You'll probably never see this.

Until the return of Peter's dog, Mitzy, which just so happens to be mentioned in Amazing Spider-Man #371, MAKE MINE MARVEL!

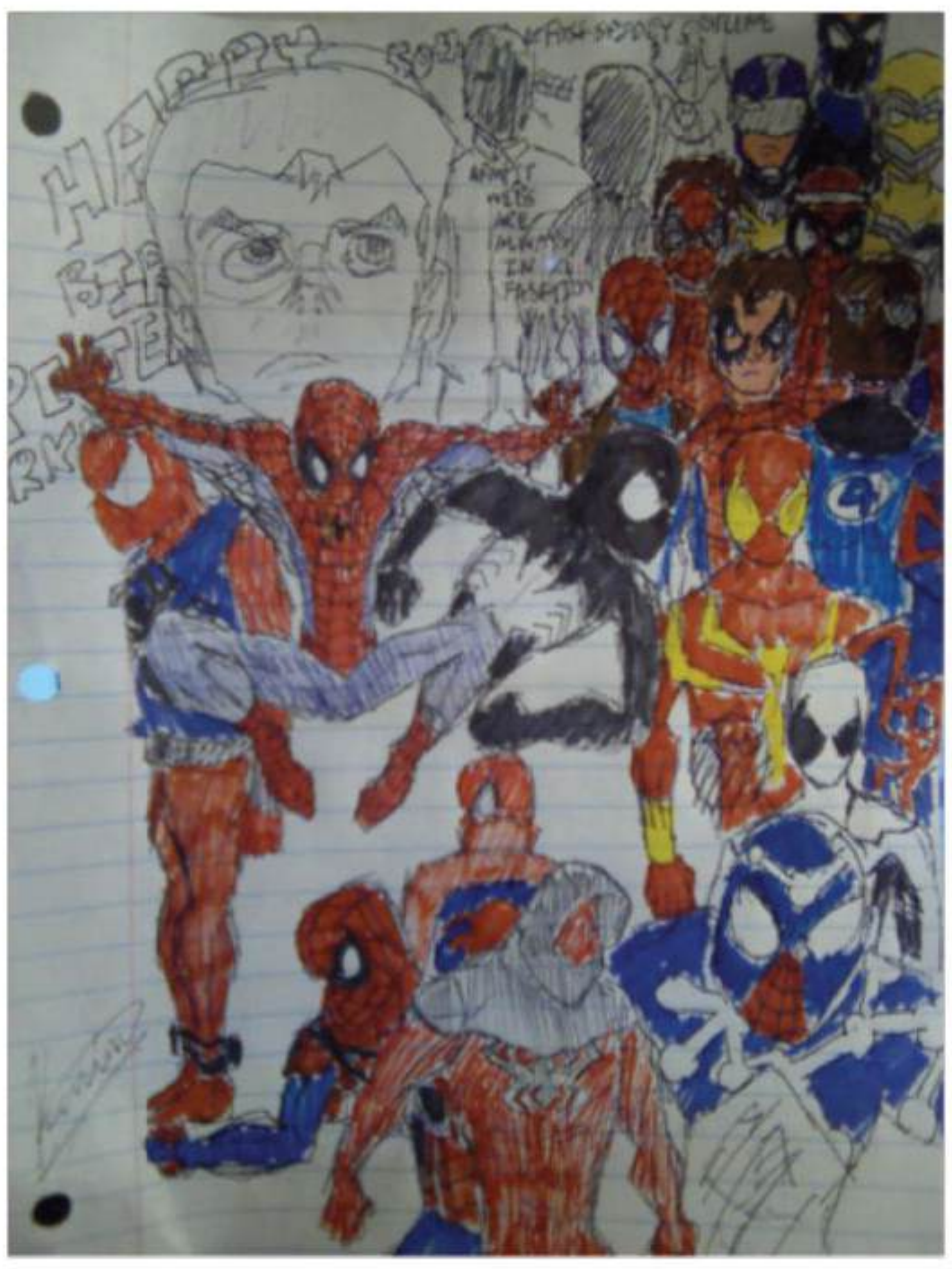
All right, I should sleep now. Or get some work done.

Happy 50th Birthday, you Spectacular, Sensational, Friendly Neighborhood, Amazing Spider-Man.

'Nuff said? 'Nuff said!

Kevin Tu.
Greetings from Pennsylvania!

PS: Attached is my drawing commemorating Spider-Man's long and hard journey. First text on the very top says: "First Spidey Costume." The one web mask Pete wears when he fights Crusher Hogan.



A wonderful letter to go out on, Kevin. I'm very proud to have such a dedicated reader back in the fold. Given the excitement from Spidey fans we hear from week after week, I think comics are going to be around for quite while in one form or another. And with readers like you, I think we're in good hands.

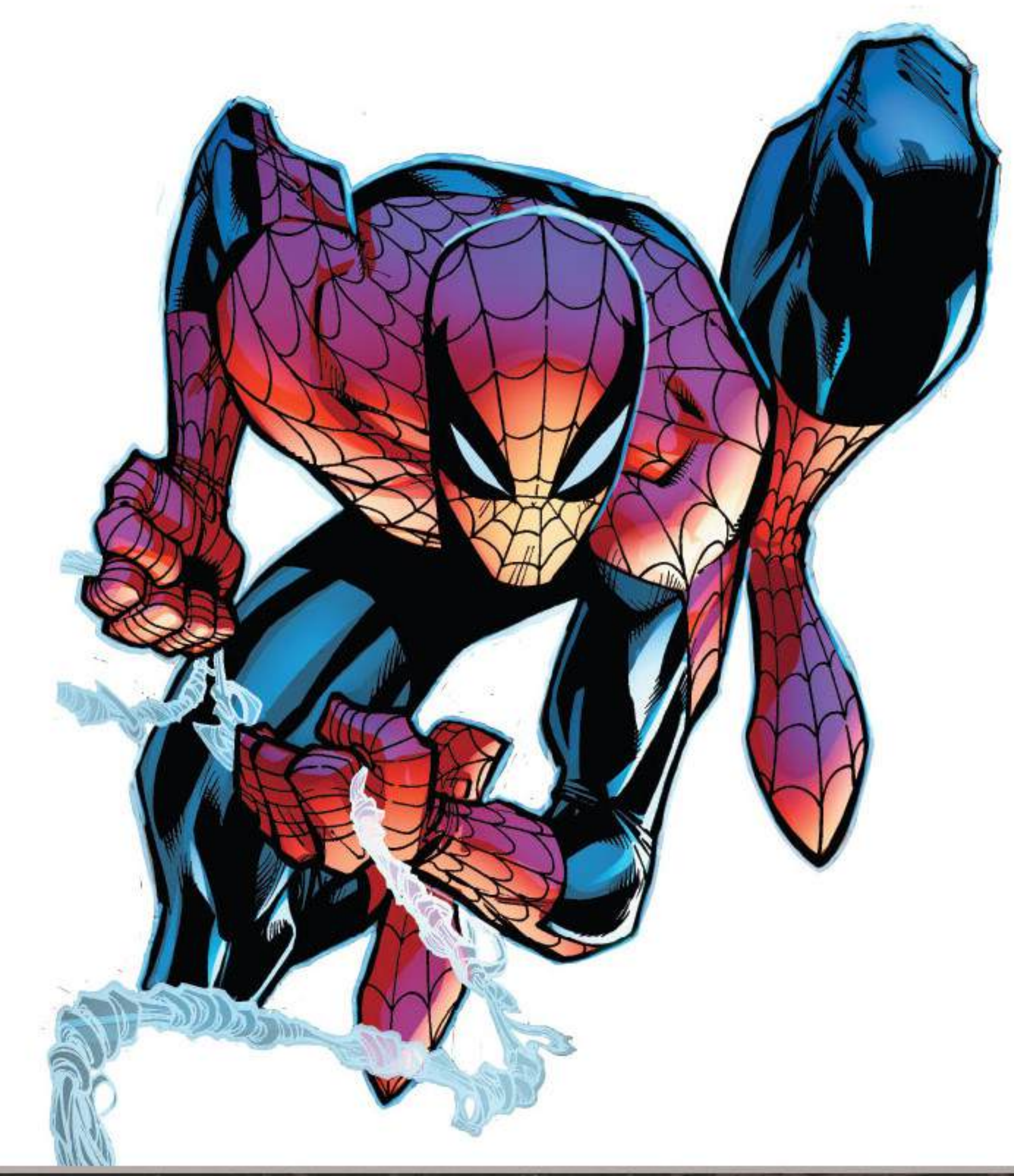
Oh also, just keep in mind that the 10 cents you earned on that Carnage comic you made when you were younger rightfully belongs to Marvel. You better lawyer up, kid!

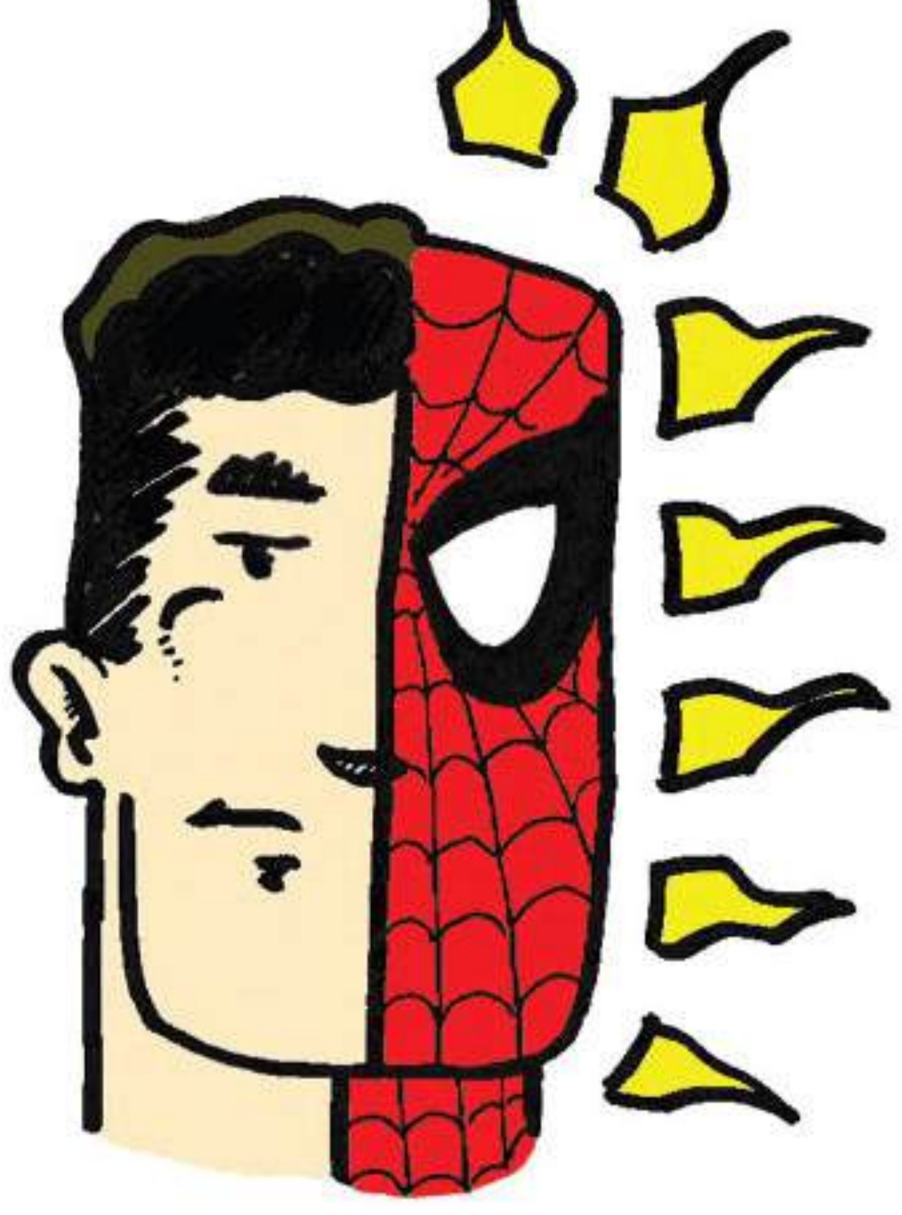
* * *

Okay enough! This officially is the longest thing I've ever typed! I gotta go get this comic out. Thanks to everyone for 700 great issues and 50 great years. It's an honor to be part of it.

Ellie and I will be back in the new year with the beginning of what promises to be a Superior new Era of Spider-Man.

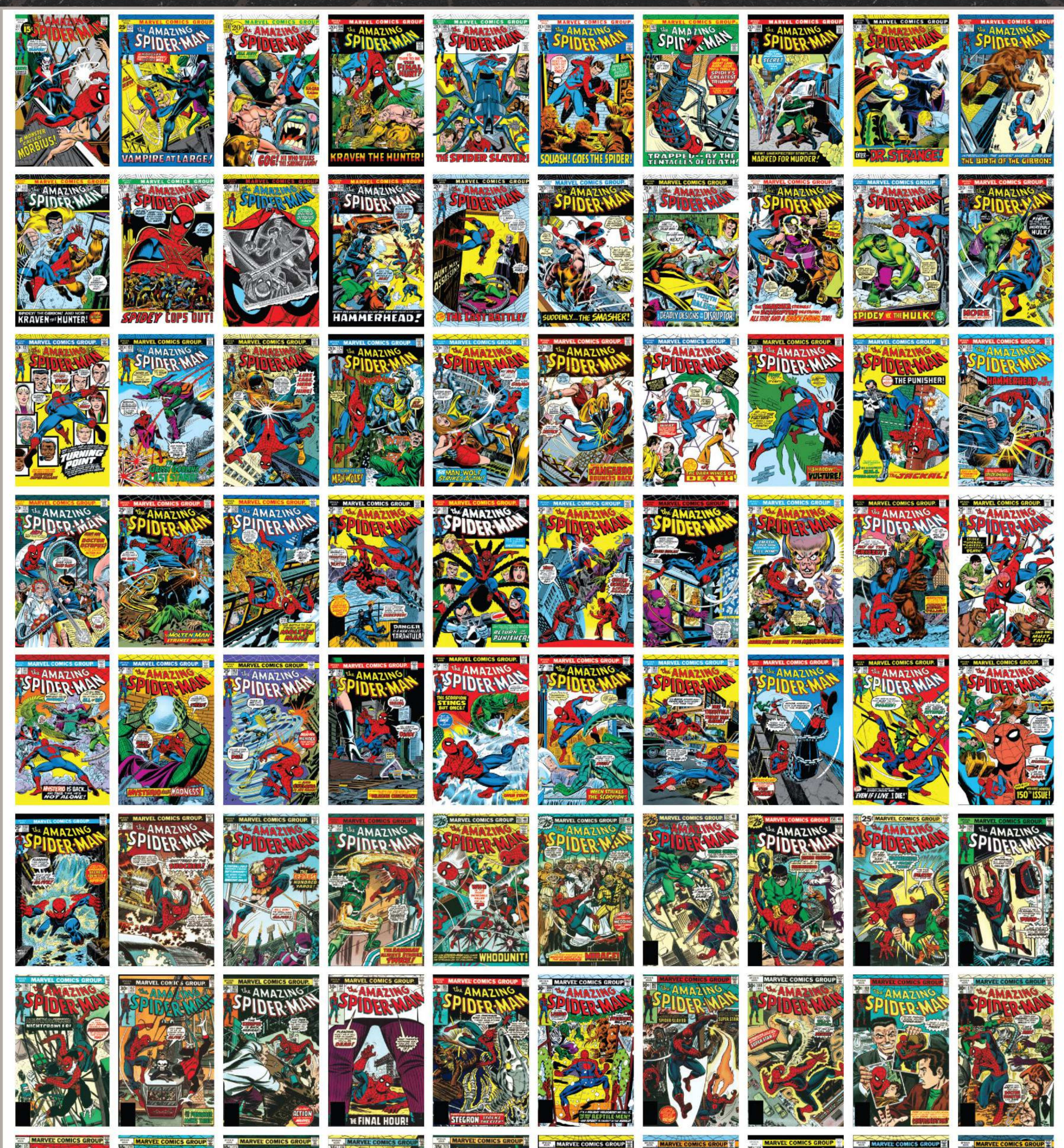
Viva Templar!
Simperin Steve
11/16/12



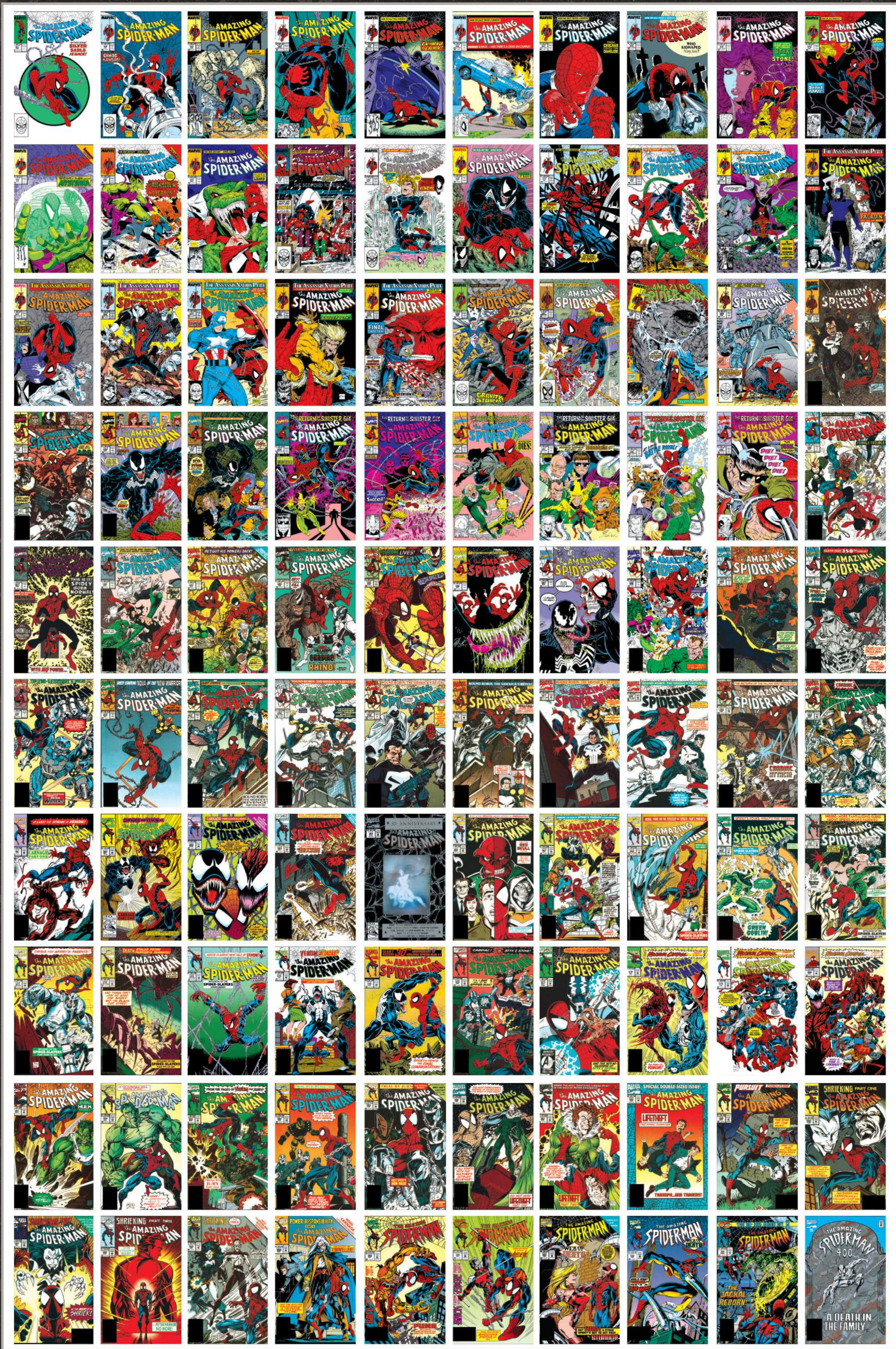


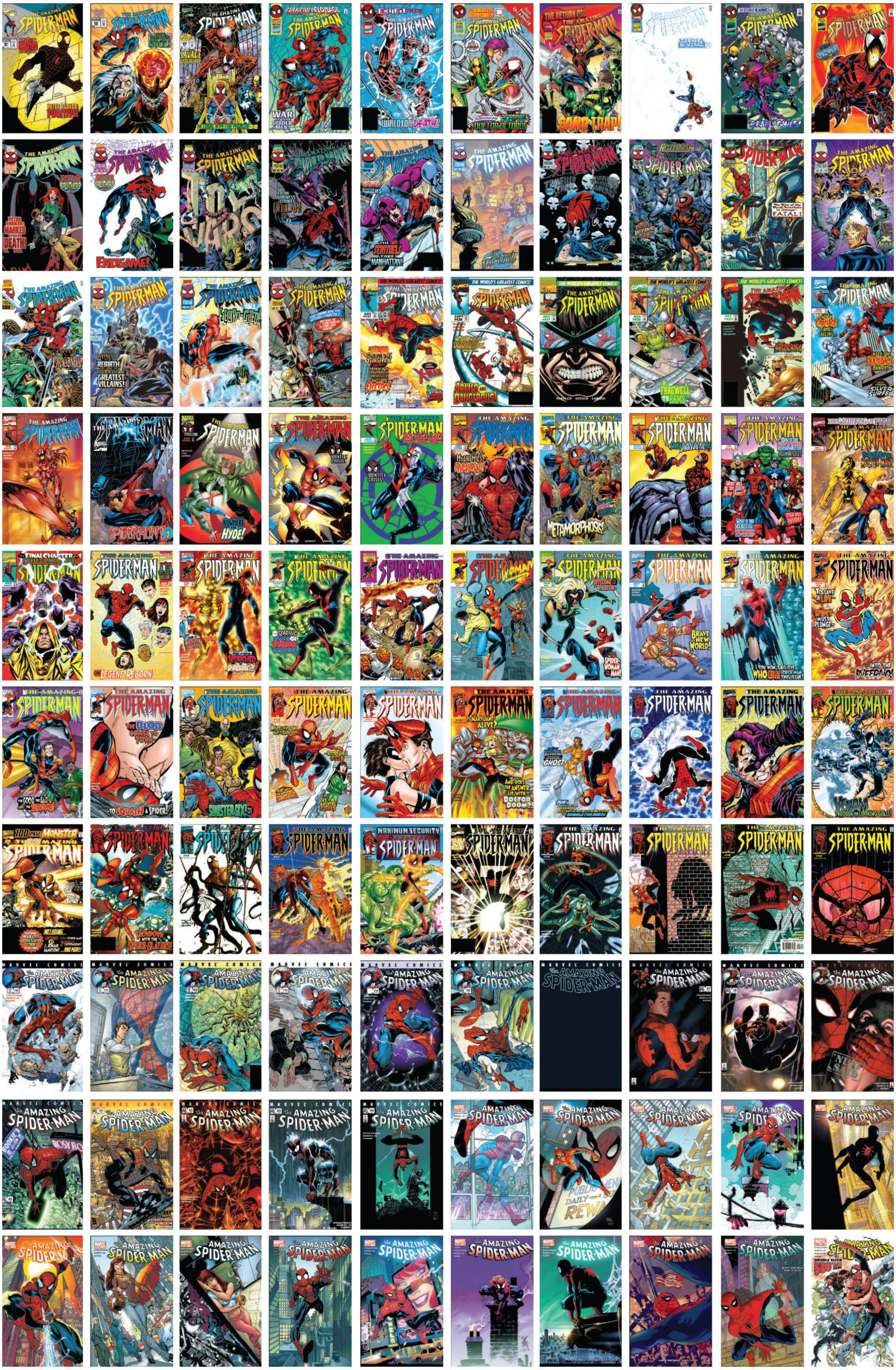
AMAZING SPIDER-MAN #1-700 COVER GALLERY

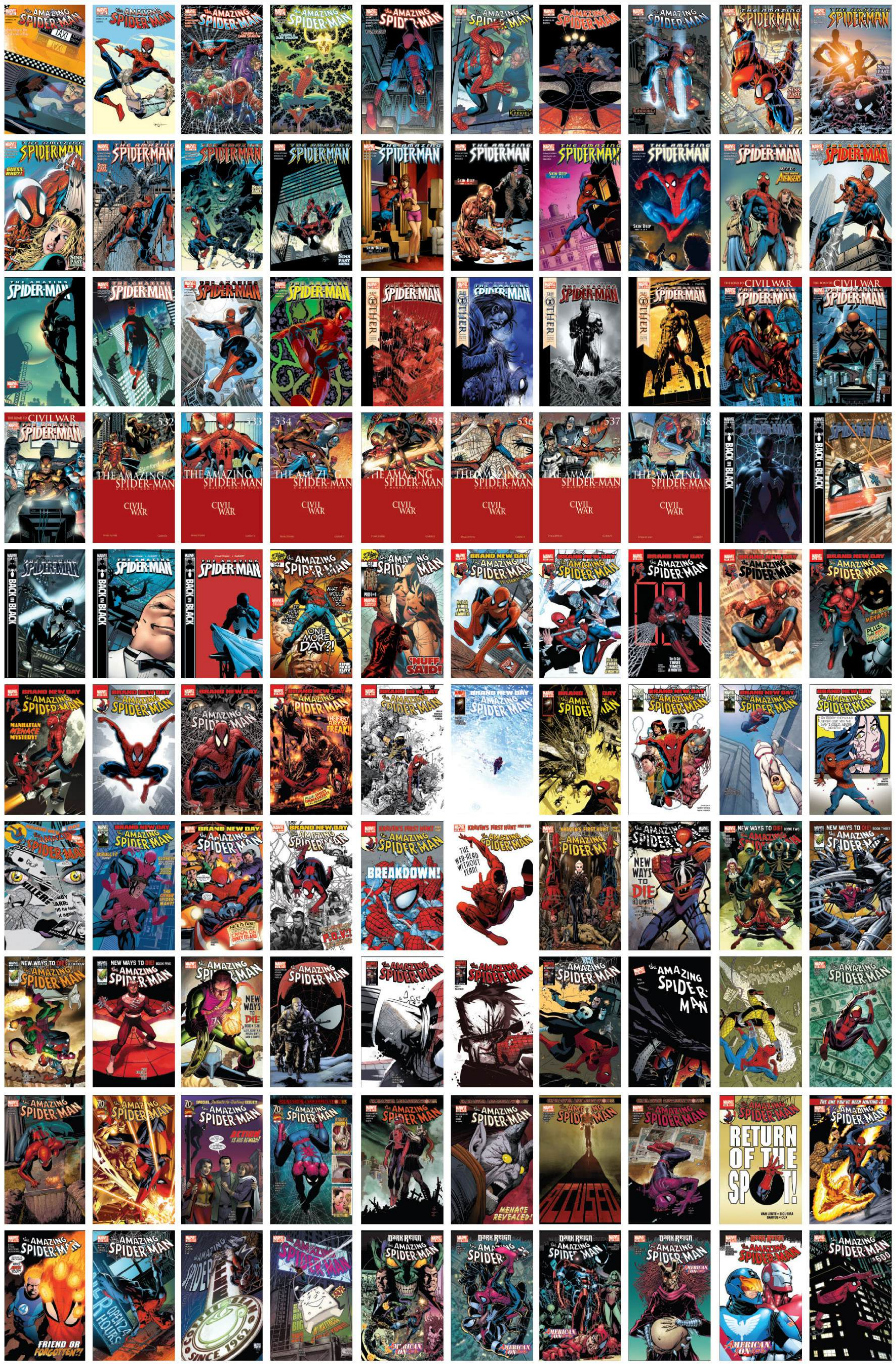
the AMAZING SPIDER-MAN
the Chameleon Strikes!
Dr. Octopus
Nothing can stop the Sandman!
Doctor Doom
The Lizard
The Vultures Return
Human Torch
Electro!
The Enforcers
Return of Doctor Octopus!
Unmasked by Dr. Octopus!
Mysterio!
The Green Goblin
Hulk
Kraven the Hunter
Spidey battles Daredevil!
The Human Torch
Green Goblin
Sandman
Spidey Strikes Back!
The Scorpion!
Human Torch
The Beetle
The Goblin and the Gangsters!
The Clown and his Masters of Menace!
Spider-Man goes mad!
Captured by J. Jonah Jameson!
The Man in the Crime-Master's Mask!
Bring back my Goblin to me!
The Molten Man!
Peter Parker's Graduation
Never step on a Scorpion!
The Claws of the Cat!
If this be my destiny
Man on a Rampage!
The Final Chapter!
The Thrill of the Hunt!
The Molten Man Regrets
When falls the meteor!
Once upon a time there was a robot!
Just a guy named Joe!
Spidey vs. the Green Goblin
Spidey saves the day!
The End of the Green Goblin!
The Horns of the Rhino!
The Birth of a Super-Hero!
Rhino on the Rampage!
Where crawls the Lizard!
Spidey smashes out!
Kraven the Hunter!
This one's got it!
Spider-Man no more!
To die a hero!
Doc Ock
Tentacles and Traps!
Doc Ock wins!
Spidey joins Doc Ock!
Disaster
Ka-Zar
The Brand of the Brainwasher!
O, Bitter Victory!
Medusa!
Escape impossible!
The Madness of Mysterio!
Crisis on the Campus!
Spider-Man wanted!
Quicksilver!
Rocked by the Shocker!
Man-Mountain Marko!
The Web Closes!
The Petrified Tablet!
The Lizard Lives!
In the Blaze of Battle!
The Night of the Prowler!
Prowl no more!
The Chameleon!
The Coming of the Kangaroo!
And then came Electro!
The Coming of the Schemer!
The Kingpin strikes back!
Surprise
Beware the Black Widow!
Unmasked at last!
The Arms of Doctor Octopus!
Doc Ock lives!
Spider-Man—Killer!
When Iceman attacks!
The Prowler!
Beetle
The Goblin's Power!
The Spider or the Man?
100th Anniversary Issue


MARVEL COMICS GROUP
THE AMAZING SPIDER-MAN
A MONSTER CALLED MORBIUS!
VAMPIRE AT LARGE!
GOG!
KRAVEN THE HUNTER!
THE SPIDER SLAYER!
SQUASH! GOES THE SPIDER!
TRAPPED—BY THE TENTACLES OF DEATH!
MARKED FOR MURDER!
DR. STRANGE!
THE BIRTH OF THE GIBBON!
KRAVEN THE HUNTER!
SPIDEY COPS OUT!
HAMMERHEAD!
THE LAST BATTLE!
SUDDENLY... THE SMASHER!
DEADLY DESIGNS OF THE DISRUPTOR!
SPIDEY VS. THE HULK!
MORE
TURNING POINT
THE MAN-WOLF STRIKES AGAIN!
KANGAROO BOUNCES BACK!
THE DARK WINGS OF DEATH!
VULTURE!
THE PUNISHER!
THE JACKAL!
HAMMERHEAD
THE MOLTEN MAN STRIKES AGAIN!
TARANTULA!
RETURN OF THE PUNISHER!
MYSTERIO IS BACK... NOT ALONE!
MYSTERIO AND MADNESS!
THE SCORPION STINGS BUT ONCE!
WHEN STRIKES THE SCORPION
EVEN IF I LIVE, I DIE!
150TH ISSUE!
WHODUNIT!
NIGHTCRAWLER!
THE FINAL HOUR!
STEGRON
NOVA
FIEND FROM THE FIRE!
THE HITMAN'S BACK IN TOWN!
IN THE GRIP OF THE GREEN GOBLIN!
THEATER OF FURY!
THE PAIN AND THE POWER
ROCKET RACER'S
WHITE DRAGON! RED DEATH!
ELECTRO!
MAYHEM IS THE MAN-WOLF!
NEVER LET THE BLACK CAT CROSS YOUR PATH!
MYSTERIO
DOUBLE THE SIZE! DOUBLE THE THRILLS!

MARVEL COMICS GROUP
THE AMAZING SPIDER-MAN
THIS MARVEL COMIC COULD BE WORTH $2500 TO YOU!
WIN A TOYS R US SHOPPING SPREE!
A COFFIN FOR...
PETER PARKER CRIMINAL!
IN MANHATTAN STALKS A MONSTER!
NOTHING CAN STOP THE JUGGERNAUT!
MONSTERS!
OPTIONS!
ENDINGS!
THE RUMORS ARE TRUE.
"THIS GOLD IS MINE!"
SOUL OF THE SPIDER!
JUSTICE IS SERVED
WHERE IS SPIDER-MAN?
WARRIORS CLASH!
GANG WAR
"THE WAR ENDS!"
Life in the MAD DOG WARD


THE AMAZING SPIDER-MAN
SILVER SABLE IS BACK!
THE AMAZING SPIDER-MAN 400
A DEATH IN THE FAMILY




THE AMAZING SPIDER-MAN
SINS PAST
SKIN DEEP
MEETS THE NEW AVENGERS
THE ROAD TO CIVIL WAR
THE OTHER
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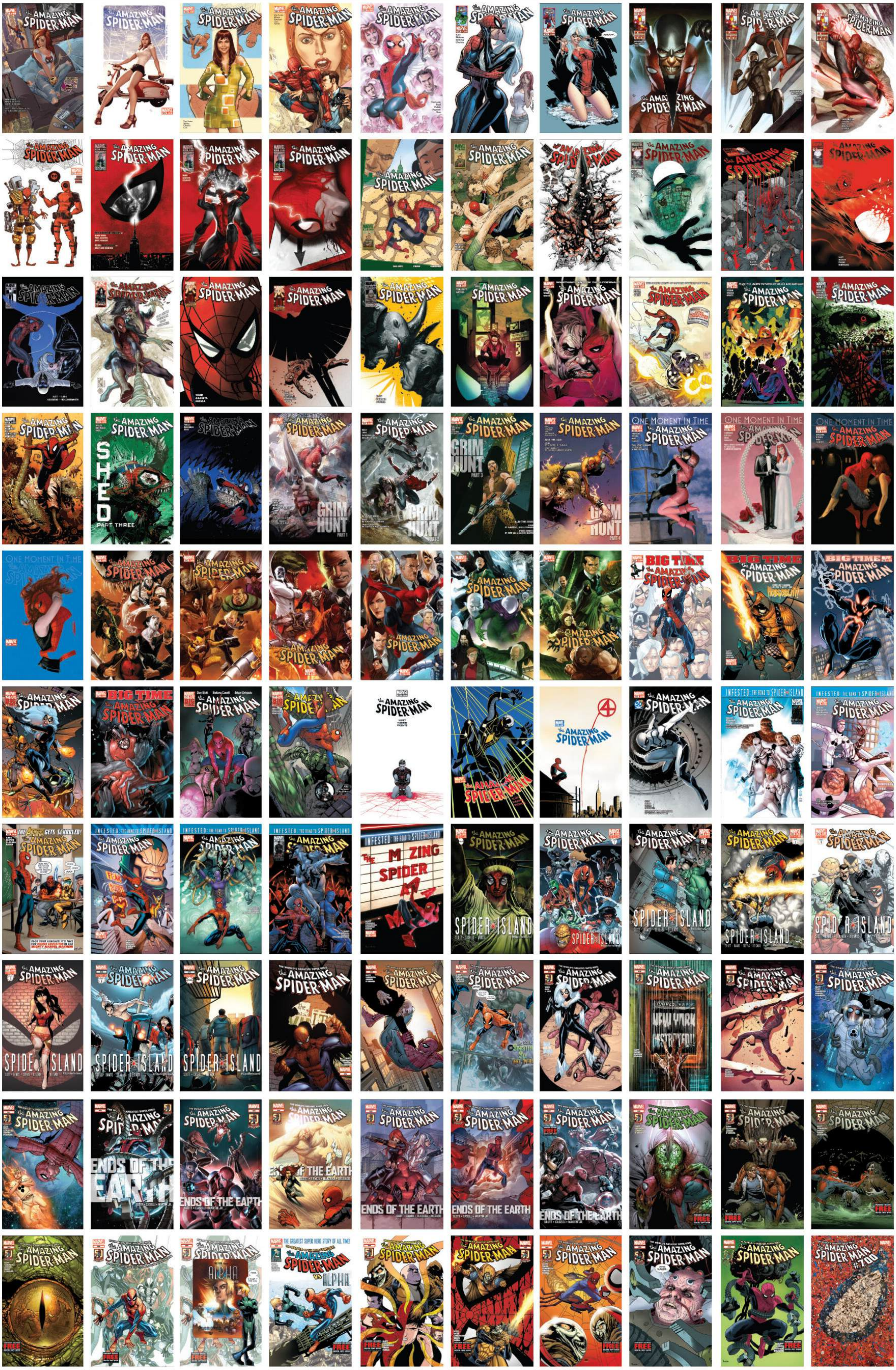
CIVIL WAR
BACK IN BLACK
ONE MORE DAY?!
'NUFF SAID!
BRAND NEW DAY
MANHATTAN MENACE MYSTERY!
BREAKDOWN!
KRAVEN'S FIRST HUNT
THE WEB-HEAD WITHOUT FEAR!
NEW WAYS TO DIE
MENACE REVEALED!
ACCUSED
RETURN OF THE SPOT!
VAN LENTE • SIQUEIRA
SANTOS • COX
FRIEND OR FORGOTTEN?!
SINCE 1962
DARK REIGN
AMERICAN SON
#600


The Amazing Spider-Man
SHED PART THREE
GRIM HUNT PART 1
GRIM HUNT PART 2
GRIM HUNT PART 3
GRIM HUNT PART 4
ONE MOMENT IN TIME
BIG TIME
INFESTED: THE ROAD TO SPIDER-ISLAND
THE AVENGERS GETS SCHOOLED!
SPIDER-ISLAND
NEW YORK DESTROYED!
ENDS OF THE EARTH
FREE
THE GREATEST SUPER HERO STORY OF ALL TIME!
THE AMAZING SPIDER-MAN VS ALPHA
ALPHA
#700

“A highlight in Slott’s Spider-Man run.” — IGN

RAMOS
delgado

Otto Octavius is Superior!

When a dying *Doctor Octopus* swaps his mind into Spider-Man’s body, he sentences his accursed enemy to oblivion — and sets out to prove he can be *a smarter, stronger super hero!* With an upgraded costume and some new tricks in his arsenal, Otto swings into action — but his much more violent approach to crimefighting doesn’t sit well with the Avengers! As the ruthless new wall-crawler battles — and brutalizes — his way through Spidey’s rogues’ gallery, will Otto’s fiercest fight be against the resurgent Green Goblin…or whatever trace remains of the one, true *Peter Parker?!* Experience Dan Slott’s modern-classic saga that shocked the world!

Collecting *Amazing Spider-Man (1999) #698-700, Superior Spider-Man (2013) #1-31* and *Superior Spider-Man Annual #1-2* — by Dan Slott, Christos Gage, Nathan Edmondson, J.M. DeMatteis, Jen Van Meter, Richard Elson, Humberto Ramos, Ryan Stegman, Giuseppe Camuncoli, Marcos Martin, Javier Rodríguez, Phil Noto, Philippe Briones, Stephanie Buscema, Victor Olazaba, John Dell, Cam Smith, Terry Pallot, Livesay, Álvaro López, Sal Buscema, Antonio Fabela, Edgar Delgado and Veronica Gandini.

T+ MARVEL